

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☒**APPLICATION FOR PERMIT TO DRILL****1. WELL NAME and NUMBER**

14-5-46 BTR

2. TYPE OF WORKDRILL NEW WELL ☒ REENTER P&A WELL ☐ DEEPEN WELL ☐**3. FIELD OR WILDCAT**

ALTAMONT

4. TYPE OF WELL

Oil Well Coalbed Methane Well: NO

5. UNIT or COMMUNITIZATION AGREEMENT NAME**6. NAME OF OPERATOR**

BILL BARRETT CORP

7. OPERATOR PHONE

303 312-8164

8. ADDRESS OF OPERATOR

1099 18th Street Ste 2300, Denver, CO, 80202

9. OPERATOR E-MAIL

dspencer@billbarrettcorp.com

**10. MINERAL LEASE NUMBER
(FEDERAL, INDIAN, OR STATE)
Fee****11. MINERAL OWNERSHIP**FEDERAL ☐ INDIAN ☐ STATE ☐ FEE ☒**12. SURFACE OWNERSHIP**FEDERAL ☐ INDIAN ☐ STATE ☐ FEE ☒**13. NAME OF SURFACE OWNER (if box 12 = 'fee')**

CARL D. PETERSON & VEVA P. PETERSON

14. SURFACE OWNER PHONE (if box 12 = 'fee')**15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')**

PO BOX 93, DUCHESNE, UT 84021

16. SURFACE OWNER E-MAIL (if box 12 = 'fee')**17. INDIAN ALLOTTEE OR TRIBE NAME
(if box 12 = 'INDIAN')****18. INTEND TO COMMINGLE PRODUCTION FROM
MULTIPLE FORMATIONS**YES ☐ (Submit Commingling Application) NO ☒**19. SLANT**VERTICAL ☒ DIRECTIONAL ☐ HORIZONTAL ☐**20. LOCATION OF WELL****FOOTAGES****QTR-QTR****SECTION****TOWNSHIP****RANGE****MERIDIAN****LOCATION AT SURFACE**

930 FSL 1567 FWL

SESW

5

4.0 S

6.0 W

U

Top of Uppermost Producing Zone

930 FSL 1567 FWL

SESW

5

4.0 S

6.0 W

U

At Total Depth

930 FSL 1567 FWL

SESW

5

4.0 S

6.0 W

U

21. COUNTY

DUCHESNE

22. DISTANCE TO NEAREST LEASE LINE (Feet)

246

23. NUMBER OF ACRES IN DRILLING UNIT

40

**25. DISTANCE TO NEAREST WELL IN SAME POOL
(Applied For Drilling or Completed)**

2600

26. PROPOSED DEPTH

MD: 7670 TVD: 7670

27. ELEVATION - GROUND LEVEL

5840

28. BOND NUMBER

LPM4138148

**29. SOURCE OF DRILLING WATER /
WATER RIGHTS APPROVAL NUMBER IF APPLICABLE**

Duchesne City Culinary Water Dock

ATTACHMENTS**VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES**

WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER



COMPLETE DRILLING PLAN



AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)



FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER

DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY
DRILLED)

TOPOGRAPHICAL MAP

NAME Tracey Fallang**TITLE** Regulatory Analyst**PHONE** 303 312-8134**SIGNATURE****DATE** 04/19/2010**EMAIL** tfallang@billbarrettcorp.com**API NUMBER ASSIGNED**
43013503070000**APPROVAL**

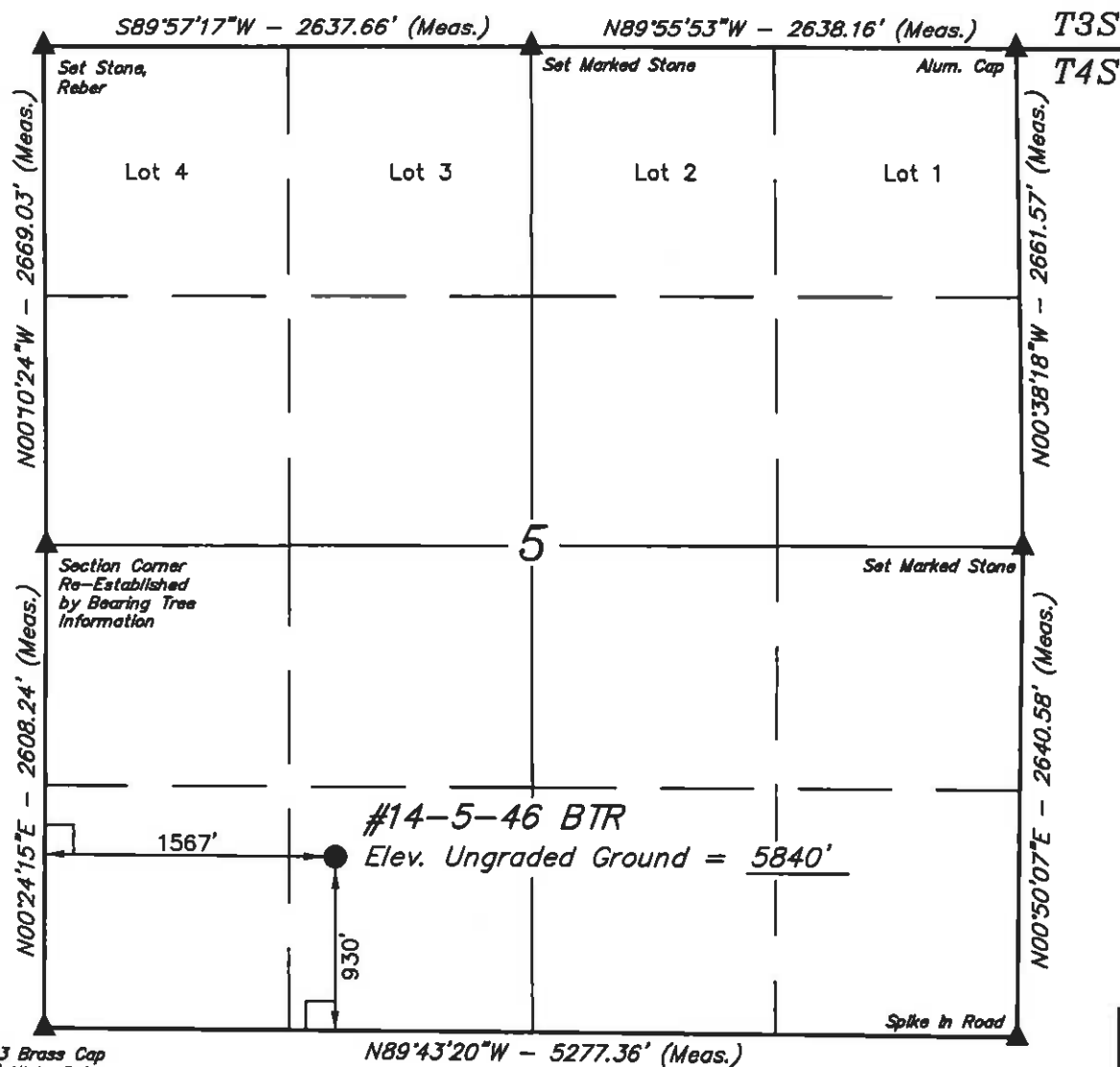

Permit Manager

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Prod	8.75	5.5	0	7670		
Pipe	Grade	Length	Weight			
	Grade P-110 Other	7670	17.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Surf	12.25	9.625	0	1000		
Pipe	Grade	Length	Weight			
	Grade J-55 ST&C	1000	36.0			

Proposed Hole, Casing, and Cement						
String	Hole Size	Casing Size	Top (MD)	Bottom (MD)		
Cond	26	16	0	40		
Pipe	Grade	Length	Weight			
	Unknown	40	65.0			

T4S, R6W, U.S.B.&M.



LEGEND:

- └─ = 90° SYMBOL
 ● = PROPOSED WELL HEAD.
 ▲ = SECTION CORNERS LOCATED.

NAD 83 (SURFACE LOCATION)	
LATITUDE	= 40°09'25.83" (40.157175)
LONGITUDE	= 110°35'28.75" (110.590784)
NAD 27 (SURFACE LOCATION)	
LATITUDE	= 40°09'25.88" (40.157217)
LONGITUDE	= 110°35'24.19" (110.590053)

BILL BARRETT CORPORATION

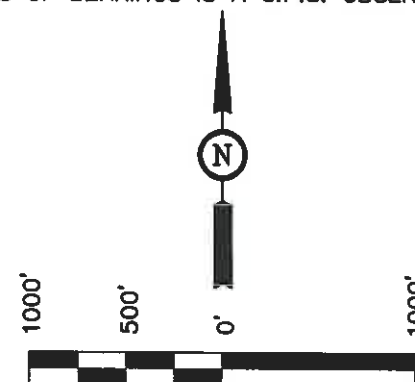
Well location, #14-5-46 BTR, located as shown in the SE 1/4 SW 1/4 of Section 5, T4S, R6W, US.B.&M., Duchesne County, Utah.

BASIS OF ELEVATION

BENCH MARK (M67) LOCATED IN THE SW 1/4 OF SECTION 9, T5S, R4W, U.S.B.&M. TAKEN FROM THE DUCHESNE SE QUADRANGLE, UTAH, DUCHESNE COUNTY, 7.5 MINUTE QUAD. (TOPOGRAPHIC MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 6097 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

SCALE
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
 REGISTRATION NO. 161319
 STATE OF UTAH

UTAH ENGINEERING & LAND SURVEYING
 85 SOUTH 200 EAST - VERNAL, UTAH 84078
 (435) 789-1017

SCALE 1" = 1000'	DATE SURVEYED: 10-29-09	DATE DRAWN: 11-06-09
PARTY D.R. A.H. D.R.B.	REFERENCES G.L.O. PLAT	
WEATHER COOL	FILE BILL BARRETT CORPORATION	

DRILLING PLAN

BILL BARRETT CORPORATION

14-5-46 BTR

SHL: SE/4 SW/4, 930' FSL & 1567' FWL, Section 5-T4S-R6W (fee)

BHL: SE/4 SW/4, 930' FSL & 1567' FWL, Section 5-T4S-R6W (fee)

Duchesne County, Utah

1 - 3. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>
Duchesne River/Uinta	Surface
Green River	3,295'
Douglas Creek	4,145'
Black Shale	4,995'
Castle Peak	5,195'
Wasatch	5,850' *
TD	7,670'

*PROSPECTIVE PAY

The Wasatch and the North Horn are primary objectives for oil/gas.

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH (FROM) (TO)</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
12 1/4"	surface	1,000'	9 5/8"	36.0#	J or K 55	ST&C	New
8 3/4"	surface	TD	5 1/2"	17#	P-110	LT&C	New

5. Cementing Program
A) Planned Program

9 5/8" Surface Casing	Lead with approximately 90 sx Halliburton Econocem cement with additives mixed at 11.0 ppg (yield = 3.81 ft ³ /sx) circulated to surface with 100% excess. Tail with approximately 240 sx Halliburton Premium Plus cement with additives mixed at 15.8 ppg (yield = 1.15 ft ³ /sx).
5 1/2" Production Casing	Lead with approximately 1070 sx Halliburton Elastiseal cement with additives mixed at 14.3 ppg (yield = 1.47 ft ³ /sx), foamed to 11.0 ppg and a yield of 2.09 ft ³ /sk). Tail with approximately 270 sx Halliburton Elastiseal cement with additives mixed at 14.3 ppg (yield = 1.47 ft ³ /sx). Top of cement to be determined by log and sample evaluation; estimated TOC 800'.

Bill Barrett Corporation
Drilling Program
14-5-46 BTR
Duchesne County, Utah

6. Mud Program

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss (API filtrate)</u>	<u>Remarks</u>
40' – 1,000'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
1,000' – TD	8.6 – 10.6	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain “kicks” will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 1,000'	No pressure control required
1,000' – TD	11” 5000# Ram Type BOP 11” 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary and choke manifold to be rated @ 5000 psi;	
- Ancillary equipment and choke manifold rated at 5,000#. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

8. Auxiliary Equipment

- Upper Kelly cock; lower Kelly cock will be installed while drilling
- Inside BOP or stab-in valve (available on rig floor)
- Safety valve(s) and subs to fit all string connections in use
- Mud monitoring will be visually observed

9. Testing, Logging and Core Programs

Cores	None anticipated;
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.

If BBC pursues the “Alternate” program, a suite of the above logs will be run on both the intermediate and production hole sections.

Bill Barrett Corporation
Drilling Program
14-5-46 BTR
Duchesne County, Utah

10. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4223 psi* and maximum anticipated surface pressure equals approximately 2536 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

11. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

12. Drilling Schedule

Location Construction:	Approximately June 1, 2010
Spud:	Approximately June 15, 2010
Duration:	30 days drilling time
	45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: **Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer.** The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes with one (1) remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Pressure gauge on choke manifold.
13. Fill-up line above the uppermost preventer.

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

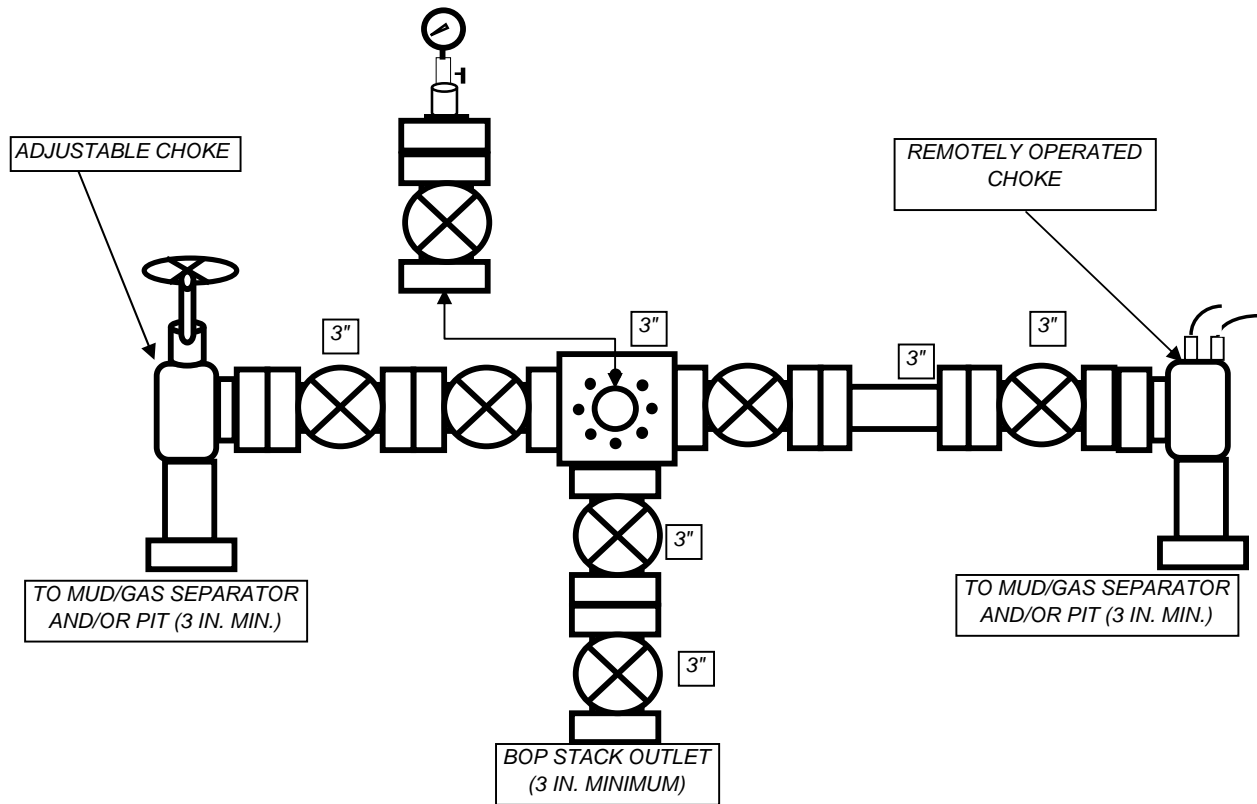
F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The choke manifold and BOP extension rods with hand wheels will be located outside the rig sub-structure. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.

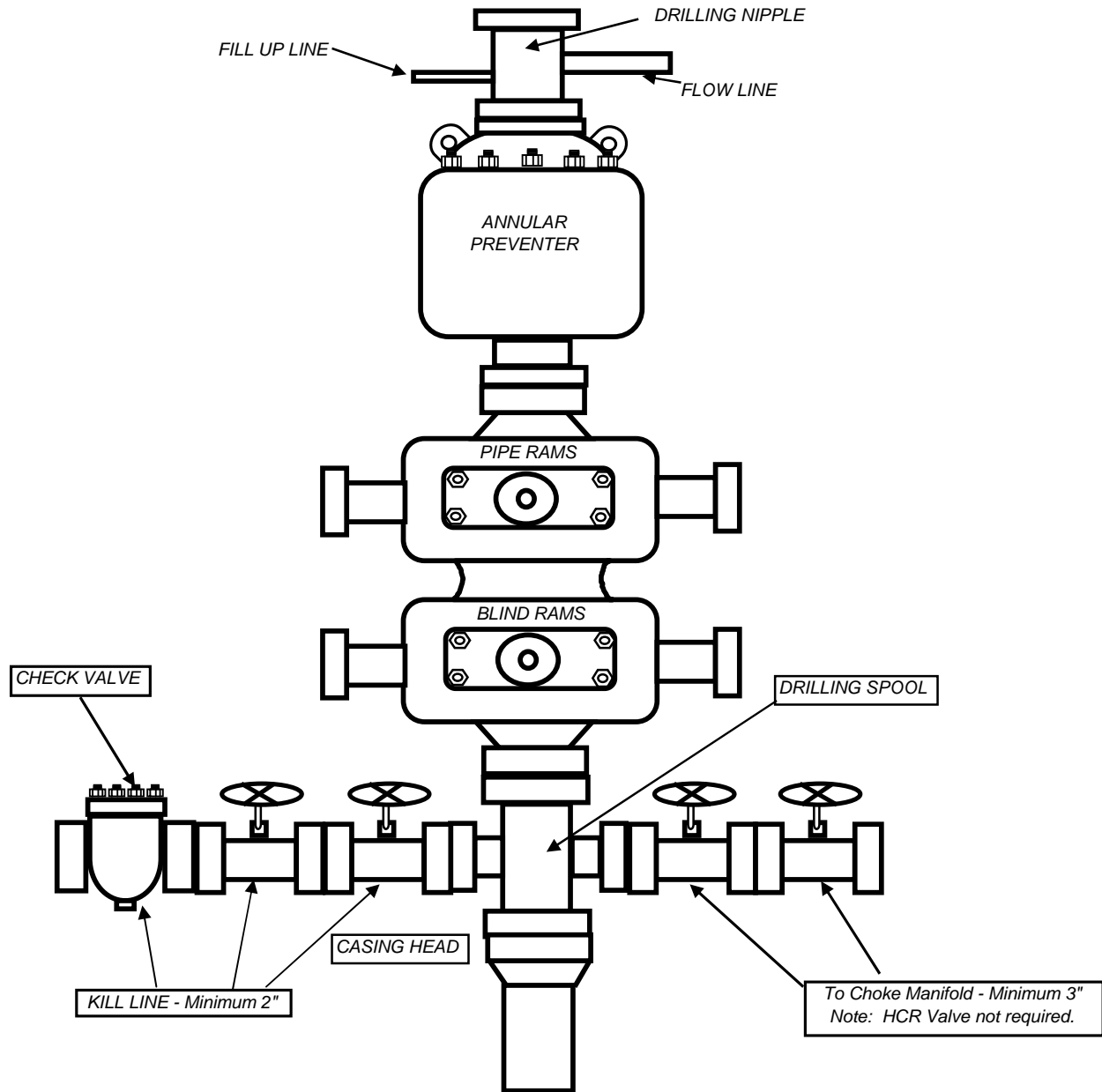
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER





Bill Barrett Corporation

Blacktail Ridge Cement Volumes

Well Name: 14-5-46 BTR

Surface Hole Data:

Total Depth:	1,000'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	274.0	ft ³
Lead Fill:	500'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.81	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	90
--------------	----

Tail Yield:	1.15	ft ³ /sk
% Excess:	75%	
Top of Tail:	500'	

# SK's Tail:	240
--------------	-----

Production Hole Data:

Total Depth:	7,670'
Top of Cement:	800'
Top of Tail:	6,670'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	2224.1	ft ³
Lead Fill:	5,870'	
Tail Volume:	378.9	ft ³
Tail Fill:	1,000'	

Cement Data:

Lead Yield:	2.09	ft ³ /sk
Tail Yield:	1.47	ft ³ /sk
% Excess:	50%	

Calculated # of Sacks:

# SK's Lead:	1070
# SK's Tail:	270

14-5-46 BTR Proposed Cementing Program

<u>Job Recommendation</u>	<u>Surface Casing</u>		
Lead Cement - (500' - 0')			
Econocem TM System	Fluid Weight:	11	lbm/gal
0.125 lbm/sk Ploy-E-Flake	Slurry Yield:	3.81	ft ³ /sk
	Total Mixing Fluid:	23.01	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	500'	
	Volume:	48.80	bbbl
	Proposed Sacks:	90	sks
Tail Cement - (TD - 500')			
Premium Cement	Fluid Weight:	15.8	lbm/gal
0.3% Halad®-344	Slurry Yield:	1.15	ft ³ /sk
0.25% CFR-3	Total Mixing Fluid:	5.238	Gal/sk
0.35% HR-5	Top of Fluid:	500'	
0.2% Super CBL	Calculated Fill:	500'	
	Volume:	48.80	bbbl
	Proposed Sacks:	240	sks

<u>Job Recommendation</u>	<u>Production Casing</u>		
Lead Cement - (6670' - 800')			
Elastiseal ™ System	Fluid Weight:	14.3	lbm/gal
1.5% FDP-C760-04 (Foamer)	Slurry Yield:	2.09	ft³/sk
	Total Mixing Fluid:	6.41	Gal/sk
	Top of Fluid:	800'	
	Calculated Fill:	5,870'	
	Volume:	396.10	bbbl
	Proposed Sacks:	1070	sks
Tail Cement - (7670' - 6670')			
Elasticem ™ System	Fluid Weight:	14.3	lbm/gal
0.2% Super CBL	Slurry Yield:	1.47	ft³/sk
0.2% HR-5	Total Mixing Fluid:	6.4	Gal/sk
	Top of Fluid:	6,670'	
	Calculated Fill:	1,000'	
	Volume:	67.48	bbbl
	Proposed Sacks:	270	sks
Cap Cement (From Surface After Primary Job)			
Elasticem ™ System	Fluid Weight:	14.6	lbm/gal
2.0% Calcium Chloride	Slurry Yield:	1.39	ft³/sk
	Total Mixing Fluid:	6.69	Gal/sk
	Top of Fluid:	0'	
	Calculated Fill:	1,000'	
	Volume:	49.51	bbbl
	Proposed Sacks:	200	sks

Well name:	14-5-46 BTR
Operator:	Bill Barrett Corporation
String type:	Surface
Location:	SESW Section 5, T4S-R6W

Design parameters:

Collapse

Mud weight: 9.00 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
 Surface temperature: 60.00 °F
 Bottom hole temperature: 74 °F
 Temperature gradient: 1.39 °F/100ft
 Minimum section length: 1,000 ft

Burst:

Design factor 1.00

Cement top: Surface

Burst

Max anticipated surface

pressure: 403 psi

Internal gradient: 0.22 psi/ft

Calculated BHP 623 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)

8 Round LTC: 1.80 (J)

Buttress: 1.80 (J)

Premium: 1.80 (J)

Body yield: 1.80 (B)

Tension is based on buoyed weight.

Neutral point: 867 ft

Non-directional string.

Re subsequent strings:

Next setting depth: 7,670 ft
 Next mud weight: 10.200 ppg
 Next setting BHP: 4,064 psi
 Fracture mud wt: 12.000 ppg
 Fracture depth: 1,000 ft
 Injection pressure 623 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	1000	9.625	36.00	J-55	ST&C	1000	1000	8.796	71.2
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	468	2020	4.321	623	3520	5.65	31	394	12.63 J

Prepared Dominic Spencer
 by: Bill Barrett

Phone: (303) 312-8164
 FAX: (303) 291-0420

Date: May 11,2010
 Denver, Colorado

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 9 ppg. The casing is considered to be evacuated for collapse purposes.

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	14-5-46 BTR
Operator:	Bill Barrett Corporation
String type:	Production: Frac
Location:	SESW Section 5, T4S-R6W

Design parameters:

Collapse

Mud weight: 9.50 ppg

Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Environment:

H2S considered? No
Surface temperature: 60.00 °F
Bottom hole temperature: 167 °F
Temperature gradient: 1.39 °F/100ft
Minimum section length: 1,500 ft

Burst:

Design factor 1.00

Cement top: 800 ft

Burst

Max anticipated surface pressure: 5,326 psi
Internal gradient: 0.22 psi/ft
Calculated BHP 7,013 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Non-directional string.

Tension is based on buoyed weight.
Neutral point: 6,565 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Internal Capacity (ft³)
1	7670	5.5	17.00	P-110	LT&C	7670	7670	4.767	264.3
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	3785	7480	1.976	7013	10640	1.52	112	445	3.99 J

Prepared Dominic Spencer
by: Bill Barrett
Phone: (303) 312-8164
FAX: (303) 291-0420
Date: May 11,2010
Denver, Colorado

Remarks:
Collapse is based on a vertical depth of 7670 ft, a mud weight of 9.5 ppg The casing is considered to be evacuated for collapse purposes.
Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.



LEGEND:

○ PROPOSED LOCATION

BILL BARRETT CORPORATION

#14-5-46 BTR

SECTION 5, T4S, R6W, U.S.B.&M

930' FSL 1567' FWL



Uintah Engineering & Land Surveying
 85 South 200 East Vernal, Utah 84078
 (435) 789-1017 * FAX (435) 789-1813

TOPOGRAPHIC
 MAP

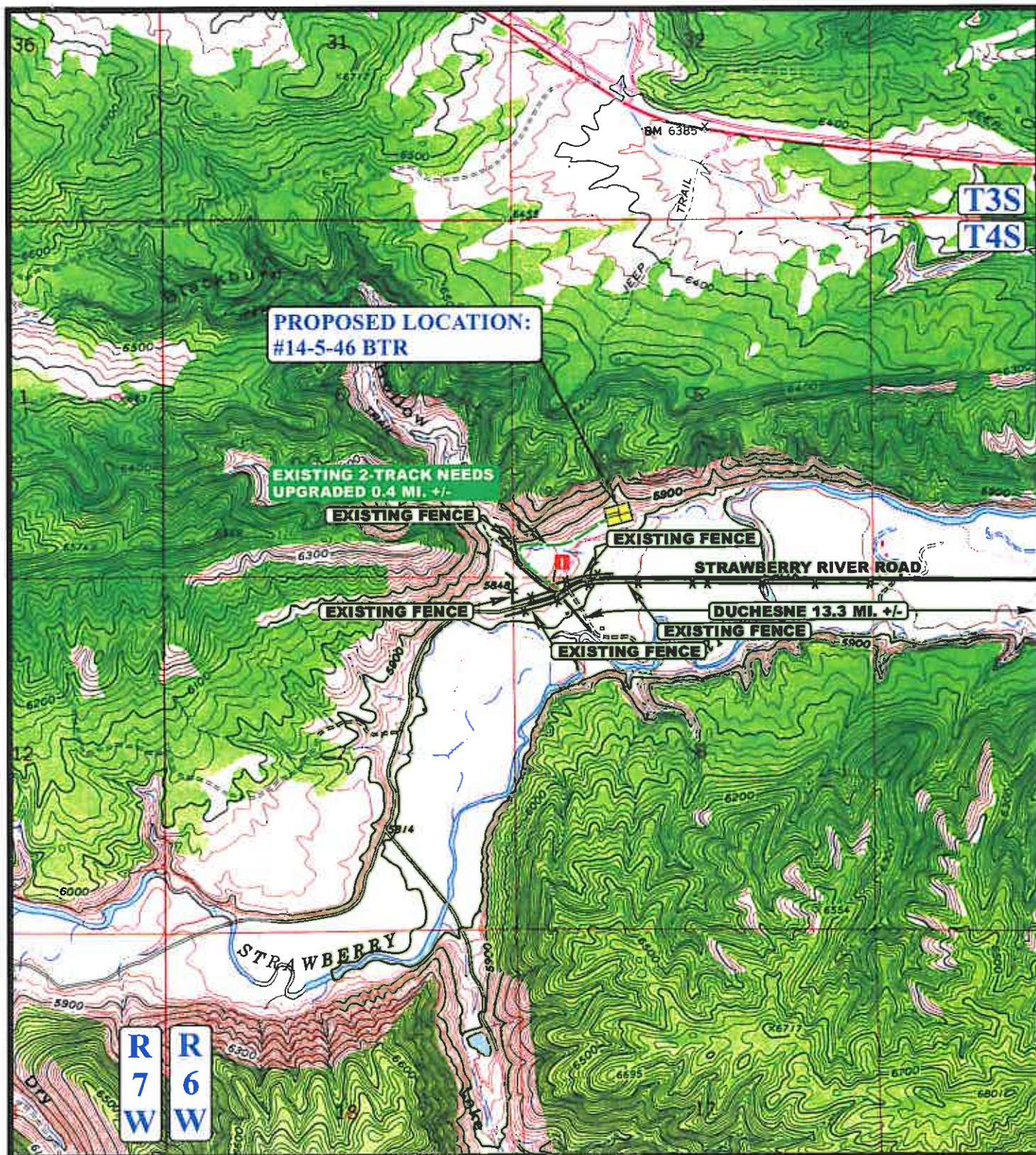
11 04 09
 MONTH DAY YEAR

SCALE: 1:100,000

DRAWN BY: Z.L.

REVISED: 00-00-00





LEGEND:

- EXISTING ROAD
- EXISTING 2-TRACK NEEDS UPGRADED
- EXISTING FENCE
- INSTALL CATTLE GUARD

BILL BARRETT CORPORATION

#14-5-46 BTR
SECTION 5, T4S, R6W, U.S.B.&M
930' FSL 1567' FWL

TOPOGRAPHIC MAP
11 04 09
MONTH DAY YEAR
SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00

B
TOPO

UeLs
Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



LEGEND:

- DISPOSAL WELLS
- PRODUCING WELLS
- SHUT IN WELLS
- WATER WELLS
- ABANDONED WELLS
- TEMPORARILY ABANDONED

BILL BARRETT CORPORATION

#14-5-46 BTR
SECTION 5, T4S, R6W, U.S.B.&M
930' FSL 1567' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813

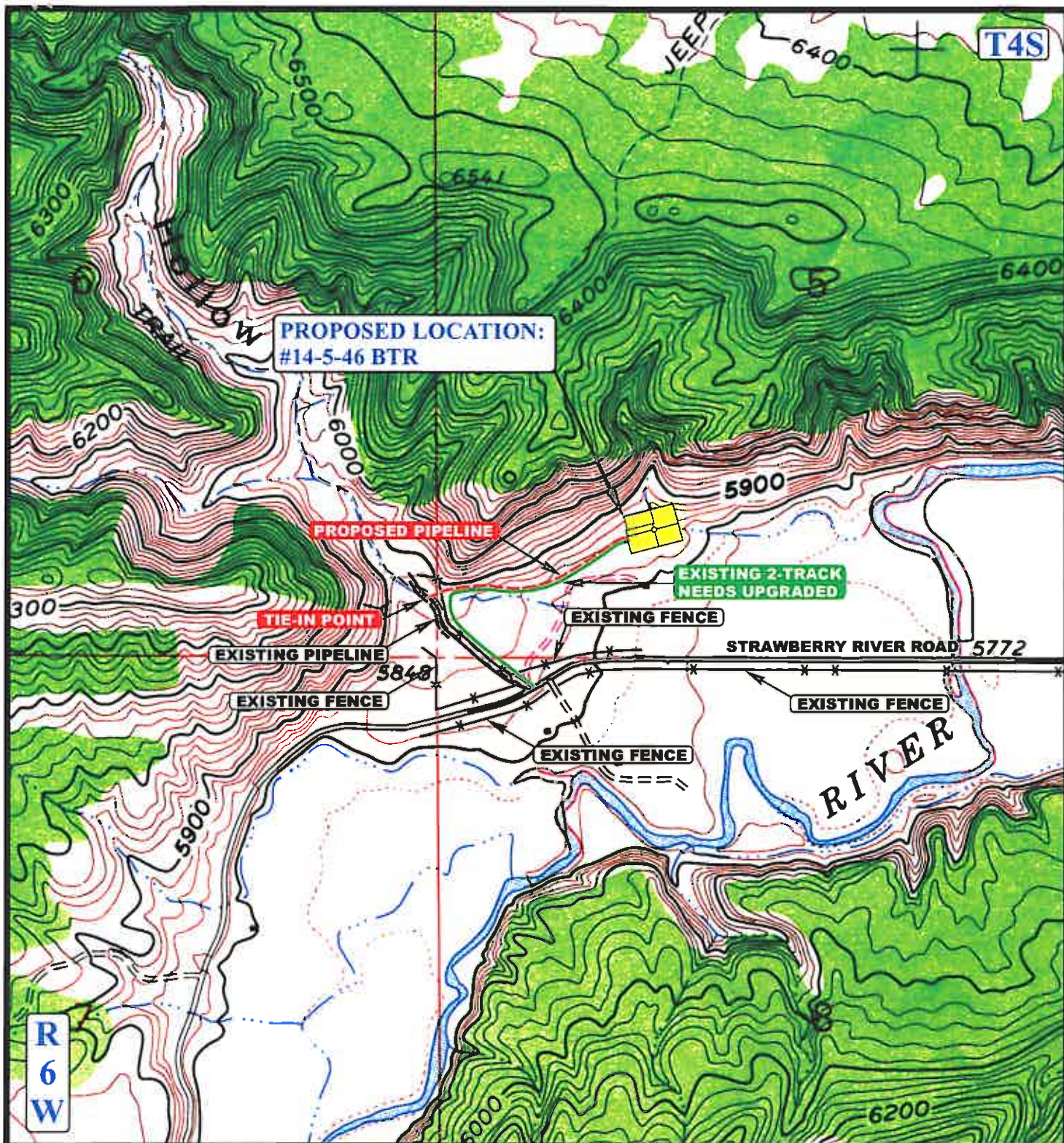


TOPOGRAPHIC
MAP

11 04 09
MONTH DAY YEAR

SCALE: 1" = 2000' DRAWN BY: Z.L. REVISED: 00-00-00





LEGEND:

- EXISTING ROAD
- PROPOSED PIPELINE
- EXISTING PIPELINE
- EXISTING 2-TRACK NEEDS UPGRADED
- EXISTING FENCE

BILL BARRETT CORPORATION

#14-5-46 BTR
SECTION 5, T4S, R6W, U.S.B.&M
930' FSL 1567' FWL



Uintah Engineering & Land Surveying
85 South 200 East Vernal, Utah 84078
(435) 789-1017 * FAX (435) 789-1813



TOPOGRAPHIC MAP
11 04 09
MONTH DAY YEAR
SCALE: 1" = 1000' DRAWN BY: Z.L. REVISED: 00-00-00



SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 26th day of February, 2010, by and between Ronald Dean Ivie, 6871 South 3200 West, Benjamin, UT 84660; Randy Wayne Ivie, PO Box 443, Duchesne, UT 84021; Richard DeWayne Ivie, PO Box 657, Duchesne, UT 84021; Patricia Ivie, 6871 South 3200 West, Benjamin, UT 84660; Rex Glen Ivie, 84 Gannett Drive, Rock Springs, WY 82901; Roland Dee Ivie, PO Box 145, Ft. Duchesne, UT 84026 and Robert Lee Ivie, HC 64 Box 138, Duchesne, UT 84021 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting the SW1/4 of Section 11, Township 3 South, Range 6 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #14-5-46 BTR well at a legal drill-site location in the SW1/4 of Section 5, Township 4 South, Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the S1/2SW1/4 and S1/2SW1/4SE1/4 of Section 5 and the N1/2N1/2 of Section 8, Township 4 South, Range 6 West, USM, Duchesne County, Utah, more specifically described as beginning at a point 89°43'20" East 373.28 feet on the South Section line of Section 5 from the Southwest corner of said Section 5, thence S89°43'20" East 3,584.72 feet to the Southeast corner of the SW1/4SE1/4 of said Section 5, thence North 00°28'12" East 1350.00 feet along the North-South 1/16 line on the East line of the SW1/4SE1/4 of said Section 5 to a point in the Strawberry River, thence South 84°50'08" West 2009.9 feet, thence South 73°09'21" West 2029.98 feet, thence South 09°53'56" East along an old fence line 347.00 feet, thence South 52°33'14" East along an old fence line 364.35 feet to the point of beginning; also beginning at a point South 89°43'20" East 373.28 feet from the Northwest corner of Section 8, thence South 52°33'14" East 395.68 feet to a point on the South Right-of-Way fence line for the Strawberry River Road, thence Easterly along said fence line for the following six bearing and distance call: North 61°23'24" East 357.50 feet, thence North 76°06'43" East 175.99 feet, thence South 89°42'37" East 455.37 feet, thence South 89°37'28" East 647.38 feet; thence South 89°30'48" East 1048.15 feet; thence South 89°22'35" East 634.78 feet, thence North 00°28'12" East 32.07 to the Northeast corner of the NW1/4NE1/4 of said Section 8, thence North 89°43'20" West 3584.72 feet to the point of beginning and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

receipt and sufficiency of which is hereby acknowledged, said Surface Owner does hereby release BBC, its agents, employees, licensees, permittees, successors and assigns from all claims for damages as hereinafter provided, which are occasioned by any drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by BBC at the above mentioned well, and agrees that BBC, its agents, employees, licensees, permittees, successors and assigns, may enter upon said premises and construct and maintain such roadways, bridges, and other means of access as are necessary to enable BBC on said location, for the purpose of erecting all necessary surface equipment, including but not limited to separators and tank battery storage facilities and other related facilities for the operating of the subject well or any other well(s) operated by BBC in the general area. Said location and road to be located as shown on Exhibit "A" attached hereto.

For the same consideration, Surface Owner does hereby grant and convey unto BBC, its successors and assigns, the right, at any time and from time to time, to lay, construct, reconstruct, replace, renew, operate, maintain, repair, change the size of, and remove pipes or pipelines for the transportation of oil, petroleum or any of its products, gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such pipeline or pipelines to be buried to a depth of at least four feet below the surface. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "B" attached hereto.

Surface Owner hereby releases BBC, its successors and assigns, from any and all damages and claims asserted. The consideration paid by BBC to Surface Owner is accepted by Surface Owner as full and final satisfaction for any and all damages and claims for damages to the surface which result from any of BBC's operations and privileges granted under the above Leases. Surface Owner hereby waives the right to collect any further and additional damages that may hereafter be asserted in connection with BBC's use of the land as further described on Exhibits "A and B" attached hereto and agrees to accept in lieu of any such future claims the agreed upon payment provided for in this Agreement.

Nothing herein shall alter or affect the rights of either party hereto with respect to surface use or disturbance of Surface Owner's land surrounding the drillsite locations, respectively, and BBC agrees to give Surface Owner advance notice of its intended use of any such surrounding land before commencing any operations thereon pursuant to its rights. Compensation for the use of any additional lands used by BBC shall be mutually agreed upon.

Surface Owner and BBC do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or their agents, contractors licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of its, or its predecessors, agents, contractors, licensees, permittees, successor and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an uncluttered condition.

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all

required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads.

BBC shall install a cattleguard where they enter Surface Owners property. BBC shall also install a gate with the cattleguard as mutually agreed on.

BCC shall re-route Surface Owners existing irrigation pipeline as agreed upon. Such pipeline to be buried on the South side of the access road to the well location.

Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 26th day of February, 2010.

SURFACE OWNERS:

BILL BARRETT CORPORATION

By: Ronald Dean Ivie
Ronald Dean Ivie

By: Leah W. Durr
Agent for Bill Barrett Corporation

By: Randy Wayne Ivie
Randy Wayne Ivie

By: Richard DeWayne Ivie
Richard DeWayne Ivie

By: Patricia Ivie
Patricia Ivie

By: Rex Glen Ivie
Rex Glen Ivie

By: Roland Dee Ivie
Roland Dee Ivie

By: Robert Lee Ivie
Robert Lee Ivie

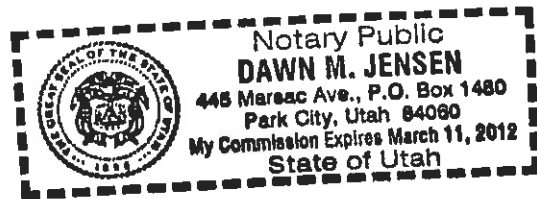
STATE OF UTAH)
)
COUNTY OF)

On the 3rd day of March, 2010, personally appeared before me _____
Ronald Dean Ivie known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same for the purpose
and consideration therein expressed.

My Commission Expires: 3-11-12

Dawn M. Jensen
Notary Public

Residing at: Park City UT



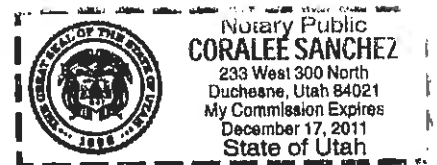
STATE OF UTAH)
)
COUNTY OF Duchesne)

On the 5th of March, 2010, personally appeared before me _____
Randy Wayne Ivie known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same for the purpose
and consideration therein expressed.

My Commission Expires: 12-17-2011

Coralee Sanchez
Notary Public

Residing at: Duchesne Utah 84001



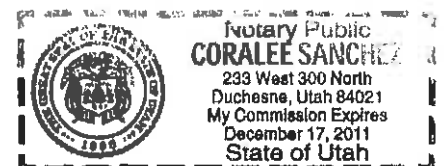
STATE OF UTAH)
)
COUNTY OF Duchesne)

On the 5th of March, 2010, personally appeared before me _____
Richard DeWayne Ivie known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same for the purpose
and consideration therein expressed.

My Commission Expires: 12-17-2011

Coralee Sanchez
Notary Public

Residing at: Duchesne Utah 84001



STATE OF UTAH)
)
COUNTY OF)

On the 3rd of March, 2010, personally appeared before me _____
Patricia Ivie known to me to be the person whose name is subscribed to the foregoing
instrument and acknowledged to me that she executed the same for the purpose and
consideration therein expressed.

My Commission Expires: 3-11-12

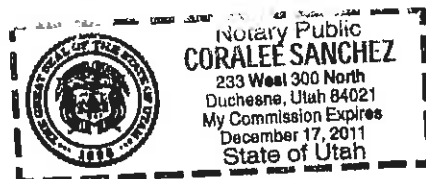
Dawn M. Jensen

STATE OF Utah)
COUNTY OF Duchesne)

On the 5th of March, 2010, personally appeared before me
Rex Glen Ivie known to me to be the person whose name is subscribed to the foregoing
instrument and acknowledged to me that he executed the same for the purpose and
consideration therein expressed.

My Commission Expires: 12-17-2011

Cora Lee Sanchez
Notary Public
Residing at: Duchesne Utah 84021

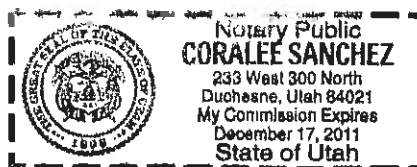


STATE OF Utah)
COUNTY OF Duchesne)

On the 5th of March, 2010, personally appeared before me
Roland Dee Ivie known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same for the purpose
and consideration therein expressed.

My Commission Expires: 12-17-2010

Cora Lee Sanchez
Notary Public
Residing at: Duchesne Utah 84021

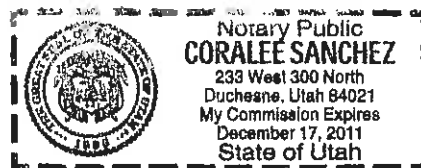


STATE OF UTAH)
COUNTY OF Duchesne)

On the 5th of March, 2010, personally appeared before me
Robert Lee Ivie known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same for the purpose
and consideration therein expressed.

My Commission Expires: 12-17-2011

Cora Lee Sanchez
Notary Public
Residing at: Duchesne Utah 84021



STATE OF UTAH)
COUNTY OF Duchesne)
COUNTY OF SALT LAKE)

On the 5th day of March, 2010, personally appeared before me
Clint W. Turner, who, being by me duly sworn, did say that he is the
Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said
corporation by authority of a resolution of its Board of Directors and said
Clint W. Turner acknowledged to me that said corporation executed the same.

Cora Lee Sanchez

W 1/4 Cor. Sec. 5
Section Corner
Re-Established by
Bearing Tree
Information

EXHIBIT "A"

Sec. 5

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS

(For #14-5-46 BTR)

LOCATED IN
SECTIONS 5 & 8, T4S, R6W, U.S.B.&M.
DUCHESE COUNTY, UTAH



SURFACE USE AREA DESCRIPTION
ON RANDY WAYNE IVIE LANDS

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S14°59'34"E 126.27'; THENCE N73°09'21"E 425.22'; THENCE S14°59'34"E 260.69'; THENCE N75°00'26"E 425.00'; THENCE S14°59'34"E 120.67' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.476 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION ON CARL
DEAN & VEVA PAMELA PETERSON LANDS

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N54°17'03"E 1640.02' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S14°59'34"E 73.05'; THENCE N75°00'26"E 425.00'; THENCE S14°59'34"E 59.31'; THENCE S73°09'21"W 425.22' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.646 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEY MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.



UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 12-11-09
PARTY D.R. A.H. S.L.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 4 9 6 4 2

ROAD RIGHT-OF-WAY DESCRIPTION
ON RANDY WAYNE IVIE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NW 1/4 OF SECTION 8, T4S, R6W, U.S.B.&M. WHICH BEARS S72°48'56"E 706.87' FROM THE NORTHWEST CORNER OF SAID SECTION 8, THENCE N52°16'19"W 338.06' TO A POINT ON THE NORTH LINE OF THE NW 1/4 NW 1/4 OF SAID SECTION 8 WHICH BEARS S89°43'20"E 407.93' FROM THE NORTHWEST CORNER OF SAID SECTION 8, THENCE N52°16'19"W 157.53'; THENCE N50°15'00"W 169.61'; THENCE N25°13'14"W 125.44'; THENCE N04°50'38"W 97.40'; THENCE N33°15'14"E 60.57'; THENCE N80°06'11"E 112.15'; THENCE N87°23'29"E 146.27'; THENCE S82°04'17"E 162.28'; THENCE N85°31'11"E 143.06'; THENCE N77°01'07"E 150.07'; THENCE N62°17'23"E 110.82'; THENCE N60°01'17"E 116.12'; THENCE N58°03'54"E 117.71'; THENCE N55°32'09"E 105.38'; THENCE N52°07'35"E 109.68'; THENCE N68°34'51"E 66.11' TO A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M WHICH BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SAID SECTION 5. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.576 ACRES MORE OR LESS.

Carl Dean &
Veva Pamela
Peterson
Lands

SURFACE USE AREA
#14-5-46 BTR
Contains 3.122 Acres

Randy Wayne
Ivie Lands

BEGINNING OF ROAD STA. 0+00 BEARS S72°48'56"E 706.87' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

P.O.S.L. STA. 3+38.06 BEARS S89°43'20"E 407.93' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

END OF ROAD STA. 22+88.26 BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

P.O.P.L. #1 BEARS N54°17'03"E 1640.02' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

P.O.P.L. #2 BEARS N58°08'12"E 2047.01' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
RANDY WAYNE IVIE	2288.26	1.576	138.68

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

NW 1/4

▲ = SECTION CORNERS LOCATED.

Sec. 8

LINE	DIRECTION	LENGTH
L1	N52°16'19"W	338.06'
L2	N52°16'19"W	157.53'
L3	N50°15'00"W	169.61'
L4	N25°13'14"W	125.44'
L5	N04°50'38"W	97.40'
L6	N33°15'14"E	60.57'
L7	N80°06'11"E	112.15'
L8	N87°23'29"E	146.27'
L9	S82°04'17"E	162.28'
L10	N85°31'11"E	143.06'
L11	N77°01'07"E	150.07'
L12	N62°17'23"E	110.82'
L13	N60°01'17"E	116.12'
L14	N58°03'54"E	117.71'
L15	N55°32'09"E	105.38'
L16	N52°07'35"E	109.68'
L17	N68°34'51"E	66.11'
L18	S14°59'34"E	126.27'
L19	N73°09'21"E	425.22'
L20	S14°59'34"E	260.69'
L21	N75°00'26"E	425.00'
L22	S14°59'34"E	120.67'
L23	S14°59'34"E	73.05'
L24	N75°00'26"E	425.00'
L25	S14°59'34"E	59.31'

BEGINNING OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00
(At Existing Road)

P.O.S.L. 3+38.06

1993 Brass Cap
0.5" High, Set
Marked Stone,

N00°24'15"E - 2608.24' (Meas.)

N89°43'20"W - 3958.00' (Meas.)

SE 1/16 Cor. Sec. 5
Spindle in Road

W 1/4 Cor. Sec. 5
Section Corner
Re-Established by
Bearing Tree
Information

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S67°33'09"W	70.15'
L2	S52°54'29"W	114.78'
L3	S56°02'53"W	218.83'
L4	S62°00'07"W	225.45'
L5	S77°10'10"W	141.35'
L6	S85°11'38"W	140.04'
L7	N81°24'11"W	163.70'
L8	S87°05'34"W	145.76'
L9	S80°17'58"W	123.23'
L10	S75°47'14"W	75.37'
L11	S63°43'25"W	1.11'
L12	S63°43'25"W	41.31'
L13	S63°43'25"W	30.79'
L14	S63°29'48"W	73.13'

Section Line

N00°24'15"E - 2608.24' (Meas.)

SE 1/4

Carl Dean &
Veva Pamela
Peterson
Lands

Carl Dean &
Veva Pamela
Peterson
Lands

See Detail
 Above Right

END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 15+65.00
(At Existing Pipeline)

1993 Brass Cap
0.5' High, Set
Marked Stone.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

NW 1/4

▲ = SECTION CORNERS LOCATED.

Sec. 5

PIPELINE RIGHT-OF-WAY DESCRIPTION ON RANDY WAYNE IVIE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N57°37'57"E 1607.25' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S67°33'09"W 70.15'; THENCE S52°54'29"W 114.78'; THENCE S56°02'53"W 218.83'; THENCE S62°00'07"W 225.45'; THENCE S77°10'10"W 141.35'; THENCE S85°11'38"W 140.04'; THENCE N81°24'11"W 163.70'; THENCE S87°05'34"W 145.76'; THENCE S80°17'58"W 123.23'; THENCE S75°47'14"W 75.37'; THENCE S63°43'25"W 1.11' TO A POINT IN THE SW 1/4 SW 1/4 OF SAID SECTION 5 WHICH BEARS N04°53'12"E 472.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.978 ACRES MORE OR LESS.

1/16 Section Line

-SW 1/4

-SE 1/4

PIPELINE RIGHT-OF-WAY DESCRIPTION ON
CARL DEAN & VEVA PAMELA PETERSON LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N04°53'12"E 472.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S63°43'25"W 41.31' TO A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 5 WHICH BEARS N00°24'15"E 452.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S63°43'25"W 30.79'; THENCE S63°29'48"W 73.13' TO A POINT IN THE NE 1/4 SE 1/4 OF SAID SECTION 6, T4S, R6W, U.S.B.&M WHICH BEARS N12°28'49"W 415.84' FROM THE SOUTHEAST CORNER OF SAID SECTION 6. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.100 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM
FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY
SUPERVISION AND THAT THE SAME IS TRUE AND CORRECT TO THE
BEST OF MY KNOWLEDGE AND BELIEF.

UTAH ENGINEERING & SURVEYING
 85 SOUTH - 200 EAST • (435) 789-1017
 VERNAL UTAH - 84078

SCALE
1" = 300'

DATE	12-11-09
------	----------

PARTY	D.R.	A.H.	S.L.
-------	------	------	------

REFERENCES	G.L.O. PLAT
------------	-------------

WEATHER
COLD

FILE	4	9	6	4	3
------	---	---	---	---	---

Sec. 8

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 26th day of February, 2010, by and between Carl Dean Peterson and Veva Pamela Peterson, husband and wife PO Box 93, Duchesne, UT 84021 ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting the SW1/4 of Section 5, Township 4 South, Range 6 West, USM and the E1/2SE1/4SE1/4 of Section 6, Township 4 South, Range 6 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #14-5-46 BTR well at a legal drill-site location in the S1/2SW1/4 of Section 5, Township 4 South, Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of the S1/2SW1/4 of Section 5, Township 3 South, Range 6 West, USM, and the E1/2SE1/4SE1/4 of Section 6, Township 4 South, Range 6 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,

WHEREAS, BBC has agreed to reimburse Surface Owner for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from BBC's operations hereunder, provided that BBC shall not be held liable or responsible for acts of providence or occurrences beyond BBC's control, such payment to be made upon commencement of operations to construct the wellsite pad; so,

NOW, THEREFORE, in consideration of TEN (10) AND MORE DOLLARS (\$10.00) and other good and valuable consideration paid by BBC to Surface Owner, the receipt and sufficiency of which is hereby acknowledged, said Surface Owner does hereby release BBC, its agents, employees, licensees, permittees, successors and assigns from all claims for damages as hereinafter provided, which are occasioned by any drilling, testing, completing, producing, operating, reworking and abandoning operations conducted by BBC at the above mentioned well, and agrees that BBC, its agents, employees, licensees, permittees, successors and assigns, may enter upon said premises and construct and maintain such roadways, bridges, and other means of access as are necessary to enable BBC on said location, for the purpose of erecting all necessary surface equipment, including but not limited to separators and tank battery storage

gas, water, saltwater and other substances, or any byproducts thereof, along, over, through, upon under and across the route of any such lines constructed hereunder, together with rights of ingress and egress to and from said line or lines for the purposes aforesaid. Such pipeline or pipelines to be buried to a depth below ordinary plow depth. Such pipeline or pipelines to be constructed within the boundaries of the right-of-way granted herein as shown on Exhibit "B" attached hereto.

Surface Owner hereby releases BBC, its successors and assigns, from any and all damages and claims asserted. The consideration paid by BBC to Surface Owner is accepted by Surface Owner as full and final satisfaction for any and all damages and claims for damages to the surface which result from any of BBC's operations and privileges granted under the above Leases. Surface Owner hereby waives the right to collect any further and additional damages that may hereafter be asserted in connection with BBC's use of the land as further described on Exhibits "A and B" attached hereto and agrees to accept in lieu of any such future claims the agreed upon payment provided for in this Agreement.

Nothing herein shall alter or affect the rights of either party hereto with respect to surface use or disturbance of Surface Owner's land surrounding the drillsite locations, respectively, and BBC agrees to give Surface Owner advance notice of its intended use of any such surrounding land before commencing any operations thereon pursuant to its rights. Compensation for the use of any additional lands used by BBC shall be mutually agreed upon.

Surface Owner and BBC do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or their agents, contractors licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of its, or its predecessors, agents, contractors, licensees, permittees, successor and assigns, and shall not include any acts and/or omissions of the other party, it agents, contractors, licensees, permittees, successors or assigns. BBC shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an unlitteed condition.

Any topsoil which is removed by BBC on Surface Owner's land will be stockpiled at the drillsite and will be redistributed on the drillsite upon completion of all operations and the land reseeded with grasses and/or native plants by BBC upon written request by Surface Owner. All mud pits will be filled and material and debris will be removed from the drillsite upon completion of operations. BBC shall remove from the lands covered hereby, at any time during the term hereof or within six (6) months after the plugging and abandonment of the well drilled pursuant to this Agreement, any or all structures, pipes, equipment and other facilities placed on, over, under, through and across any lands covered hereby, excepting fences, culverts, and other land improvements required by the Surface Owner, and title thereto shall be vested in BBC at all times, and shall in no event be considered or construed as fixtures thereto.

Any fences on Surface Owner's land that are damaged by BBC operations shall be repaired as soon as feasible.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such

SURFACE OWNERS:

Carl Dean Peterson
Carl Dean Peterson

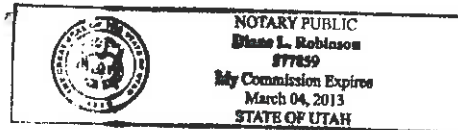
Veva Pamela Peterson
Veva Pamela Peterson

BILL BARRETT CORPORATION

By: Clint W. Turner
As Agent for Bill Barrett Corporation

STATE OF UTAH)

COUNTY OF DUCHESNE)



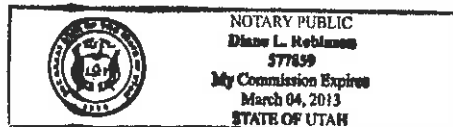
On the 10 day of Feb, 2010, personally appeared before me
Carl Dean Peterson and Veva Pamela Peterson known to me to be the persons whose
names are subscribed to the foregoing instrument and acknowledged to me that they
executed the same for the purpose and consideration therein expressed.

Diane L. Robinson
Notary Public
Residing at:

My Commission Expires: 03-04-13

STATE OF UTAH)

COUNTY OF Duchesne)



On the 10th day of Feb., 2010, personally appeared before me
Clint W. Turner, who, being by me duly sworn, did say that he is the
Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said
corporation by authority of a resolution of its Board of Directors and said
Clint W. Turner acknowledged to me that said corporation executed the same.

Diane L. Robinson
Notary Public
Residing at:

My Commission Expires: 03-04-13

Sec. 6

W 1/4 Cor. Sec. 5
Section Corner
Re-Established by
Bearing Tree
Information

EXHIBIT "B"

Sec. 5

BILL BARRETT CORPORATION

PIPELINE RIGHT-OF-WAY ON FEE LANDS

(For #14-5-46 BTR)
LOCATED IN
SECTIONS 5 & 6, T4S, R6W, U.S.B.&M.
DUCESNE COUNTY, UTAH

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	S67°33'09"W	70.15'
L2	S52°54'29"W	114.78'
L3	S56°02'53"W	218.83'
L4	S62°00'07"W	225.45'
L5	S77°10'10"W	141.35'
L6	S85°11'38"W	140.04'
L7	N81°24'11"W	163.70'
L8	S87°05'34"W	145.76'
L9	S80°17'58"W	123.23'
L10	S75°47'14"W	75.37'
L11	S63°43'25"W	1.11'
L12	S63°43'25"W	41.31'
L13	S63°43'25"W	30.79'
L14	S63°29'48"W	73.13'

Section Line

N00°24'15"E - 2608.24' (Meas.)

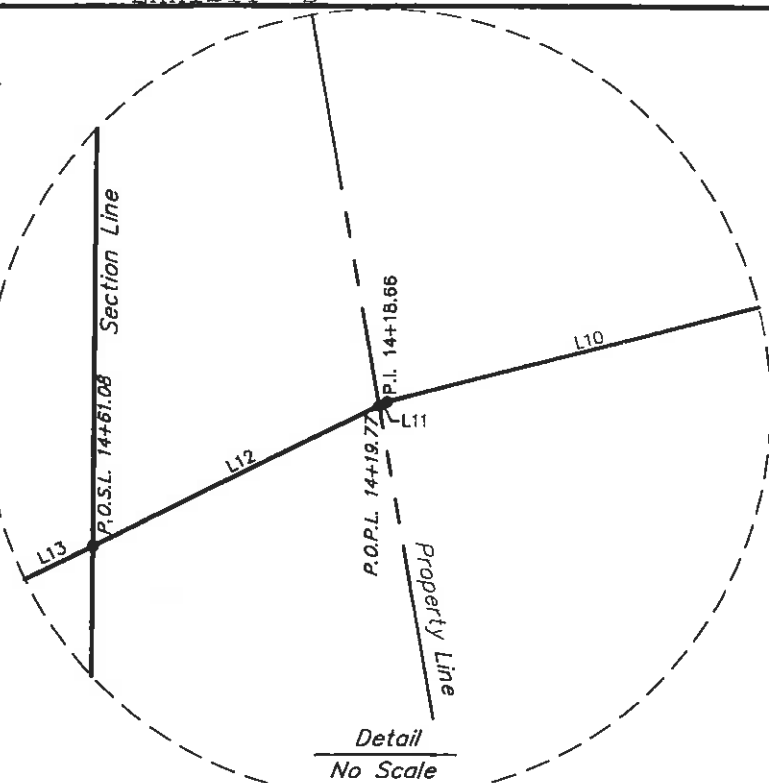
P.I. 14+91.87

1993 Brass Cap
0.5' High, Set
Marked Stone,

See Detail
@ Above Right

END OF PROPOSED
PIPELINE RIGHT-OF-WAY
STA. 15+65.00
(At Existing Pipeline)

1/16 Section Line



1/16 Section Line

SW 1/4

SE 1/4

1/4 Section Line

Section Line

NW 1/4

▲ = SECTION CORNERS LOCATED.

Sec. 8

PIPELINE RIGHT-OF-WAY DESCRIPTION ON RANDY WAYNE IVIE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N57°37'57"E 1607.25' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S67°33'09"W 70.15'; THENCE S52°54'29"W 114.78'; THENCE S56°02'53"W 218.83'; THENCE S62°00'07"W 225.45'; THENCE S77°10'10"W 141.35'; THENCE S85°11'38"W 140.04'; THENCE N81°24'11"W 163.70'; THENCE S87°05'34"W 145.76'; THENCE S80°17'58"W 123.23'; THENCE S75°47'14"W 75.37'; THENCE S63°43'25"W 1.11' TO A POINT IN THE SW 1/4 SW 1/4 OF SAID SECTION 5 WHICH BEARS N04°53'12"E 472.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.978 ACRES MORE OR LESS.

BEGINNING OF PIPELINE STA. 0+00 BEARS N57°37'57"E 1607.25' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

P.O.P.L. STA. 14+19.77 BEARS N04°53'12"E 472.29' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

P.O.S.L. STA. 14+61.08 BEARS N00°24'15"E 452.29' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

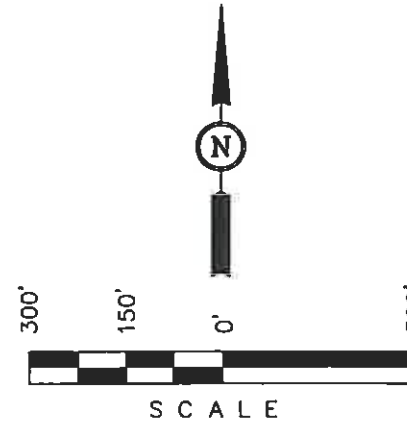
END OF PIPELINE STA. 15+65.00 BEARS N12°28'49"W 415.84' FROM THE SOUTHEAST CORNER OF SECTION 6, T4S, R6W, U.S.B.&M.

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
RANDY WAYNE IVIE	1419.77	0.978	86.05
CARL DEAN & VEGA PAMELA PETERSON	145.23	0.100	8.802

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



PIPELINE RIGHT-OF-WAY DESCRIPTION ON CARL DEAN & VEGA PAMELA PETERSON LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE SW 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N04°53'12"E 472.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S63°43'25"W 41.31' TO A POINT ON THE WEST LINE OF THE SW 1/4 SW 1/4 OF SAID SECTION 5 WHICH BEARS N00°24'15"E 452.29' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S63°43'25"W 30.79'; THENCE S63°29'48"W 73.13' TO A POINT IN THE NE 1/4 SE 1/4 OF SAID SECTION 6, T4S, R6W, U.S.B.&M WHICH BEARS N12°28'49"W 415.84' FROM THE SOUTHEAST CORNER OF SAID SECTION 6. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.100 ACRES MORE OR LESS.

CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

UNTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 12-11-09
PARTY D.R. A.H. S.L.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 4 9 6 4 3

W 1/4 Cor. Sec. 5
Section Corner
Re-Established by
Bearing Tree
Information

EXHIBIT "A"

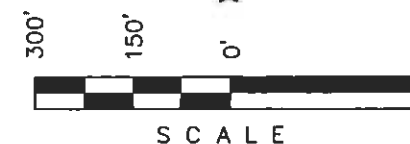
Sec. 5

BILL BARRETT CORPORATION

LOCATION SURFACE USE AREA
& ROAD RIGHT-OF-WAY
ON FEE LANDS

(For #14-5-46 BTR)

LOCATED IN
SECTIONS 5 & 8, T4S, R6W, U.S.B.&M.
DUCHESE COUNTY, UTAH



ROAD RIGHT-OF-WAY DESCRIPTION
ON RANDY WAYNE IVIE LANDS

A 30' WIDE RIGHT-OF-WAY 15' ON EACH SIDE OF THE FOLLOWING DESCRIBED CENTERLINE.

BEGINNING AT A POINT IN THE NW 1/4 NW 1/4 OF SECTION 8, T4S, R6W, U.S.B.&M. WHICH BEARS S72°48'56"E 706.87' FROM THE NORTHWEST CORNER OF SAID SECTION 8, THENCE N52°16'19"W 338.06' TO A POINT ON THE NORTH LINE OF THE NW 1/4 NW 1/4 OF SAID SECTION 8 WHICH BEARS S89°43'20"E 407.93' FROM THE NORTHWEST CORNER OF SAID SECTION 8, THENCE N52°16'19"W 157.53'; THENCE N50°15'00"W 169.61'; THENCE N25°13'14"W 125.44'; THENCE N04°50'38"W 97.40'; THENCE N33°15'14"E 60.57'; THENCE N80°06'11"E 112.15'; THENCE N87°23'29"E 146.27'; THENCE S82°04'17"E 162.28'; THENCE N85°31'11"E 143.06'; THENCE N77°01'07"E 150.07'; THENCE N62°17'23"E 110.82'; THENCE N60°01'17"E 116.12'; THENCE N58°03'54"E 117.71'; THENCE N55°32'09"E 105.38'; THENCE N52°07'35"E 109.68'; THENCE N68°34'51"E 66.11' TO A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SAID SECTION 5. THE SIDE LINES OF SAID DESCRIBED RIGHT-OF-WAY BEING SHORTENED OR ELONGATED TO MEET THE GRANTOR'S PROPERTY LINES. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 1.576 ACRES MORE OR LESS.

Carl Dean &
Veva Pamela
Peterson
Lands

1/16 Section Line

SW 1/4

1/16 Section Line

SE 1/4

1/4 Section Line

LINE TABLE		
LINE	DIRECTION	LENGTH
L1	N52°16'19"W	338.06'
L2	N52°16'19"W	157.53'
L3	N50°15'00"W	169.61'
L4	N25°13'14"W	125.44'
L5	N04°50'38"W	97.40'
L6	N33°15'14"E	60.57'
L7	N80°06'11"E	112.15'
L8	N87°23'29"E	146.27'
L9	S82°04'17"E	162.28'
L10	N85°31'11"E	143.06'
L11	N77°01'07"E	150.07'
L12	N62°17'23"E	110.82'
L13	N60°01'17"E	116.12'
L14	N58°03'54"E	117.71'
L15	N55°32'09"E	105.38'
L16	N52°07'35"E	109.68'
L17	N68°34'51"E	66.11'
L18	S14°59'34"E	126.27'
L19	N73°09'21"E	425.22'
L20	S14°59'34"E	260.69'
L21	N75°00'26"E	425.00'
L22	S14°59'34"E	120.67'
L23	S14°59'34"E	73.05'
L24	N75°00'26"E	425.00'
L25	S14°59'34"E	59.31'

N00°24'15"E - 2608.24' (Meas.)

Section Line

1993 Brass Cap
0.5' High, Set
Marked Stone,

Section Line

BEGINNING OF PROPOSED
ROAD RIGHT-OF-WAY
STA. 0+00
(At Existing Road)

BEGINNING OF ROAD STA. 0+00 BEARS S72°48'56"E 706.87' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

P.O.S.L. STA. 3+38.06 BEARS S89°43'20"E 407.93' FROM THE NORTHWEST CORNER OF SECTION 8, T4S, R6W, U.S.B.&M.

END OF ROAD STA. 22+88.26 BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

P.O.P.L. #1 BEARS N54°17'03"E 1640.02' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

P.O.P.L. #2 BEARS N58°08'12"E 2047.01' FROM THE SOUTHWEST CORNER OF SECTION 5, T4S, R6W, U.S.B.&M.

RIGHT-OF-WAY LENGTHS

PROPERTY OWNER	FEET	ACRES	RODS
RANDY WAYNE IVIE	2288.26	1.576	138.68

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.

NW 1/4

▲ = SECTION CORNERS LOCATED.

Sec. 8

SURFACE USE AREA DESCRIPTION
ON RANDY WAYNE IVIE LANDS

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N58°31'05"E 1599.71' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S14°59'34"E 126.27'; THENCE N73°09'21"E 425.22'; THENCE S14°59'34"E 260.69'; THENCE N75°00'26"E 425.00'; THENCE S14°59'34"E 120.67' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 2.476 ACRES MORE OR LESS.

SURFACE USE AREA DESCRIPTION ON CARL
DEAN & VEVA PAMELA PETERSON LANDS

BEGINNING AT A POINT IN THE SE 1/4 SW 1/4 OF SECTION 5, T4S, R6W, U.S.B.&M. WHICH BEARS N54°17'03"E 1640.02' FROM THE SOUTHWEST CORNER OF SAID SECTION 5, THENCE S14°59'34"E 73.05'; THENCE N75°00'26"E 425.00'; THENCE S14°59'34"E 59.31'; THENCE S73°09'21"W 425.22' TO THE POINT OF BEGINNING. BASIS OF BEARINGS IS A G.P.S. OBSERVATION. CONTAINS 0.646 ACRES MORE OR LESS.

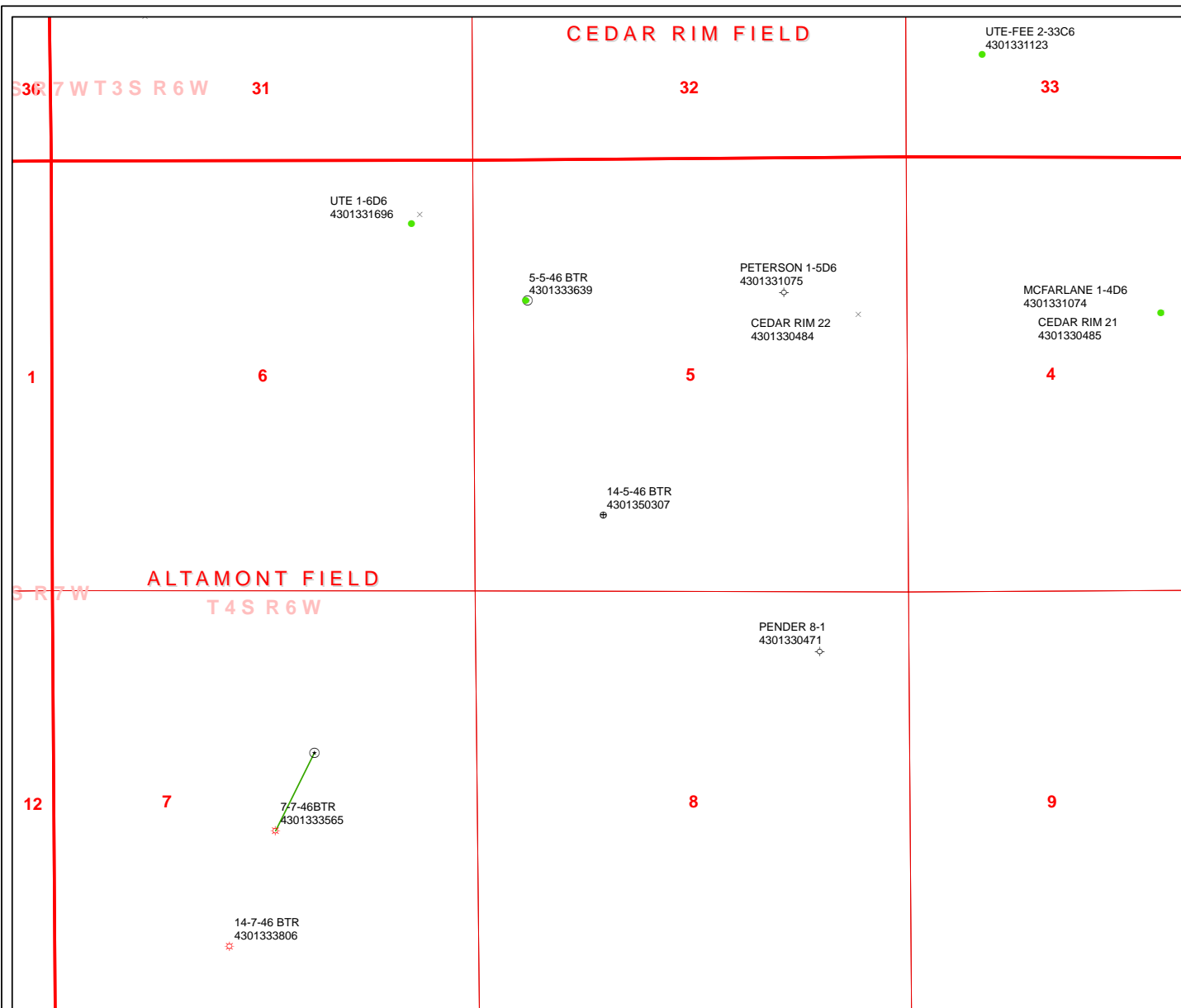
CERTIFICATE

THIS IS TO CERTIFY THAT THE ABOVE PLAT WAS PREPARED FROM FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF.

Robert L. Hays
REGISTERED LAND SURVEYOR
REGISTRATION NO. 161319
STATE OF UTAH

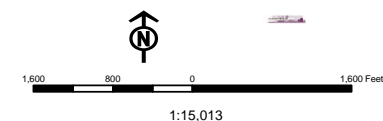
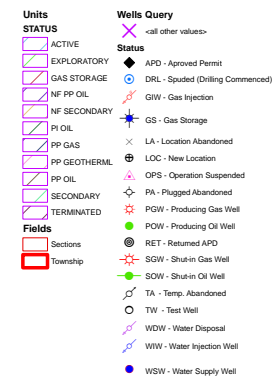
UINTAH ENGINEERING & LAND SURVEYING
85 SOUTH - 200 EAST • (435) 789-1017
VERNAL, UTAH - 84078

SCALE 1" = 300'	DATE 12-11-09
PARTY D.R. A.H. S.L.	REFERENCES G.L.O. PLAT
WEATHER COLD	FILE 4 9 6 4 2



API Number:
Well Name: 14-5-46 BTR
Township 04.0 S Range 06.0 W Section 5
Meridian: UBM
Operator: BILL BARRETT CORP

Map Prepared:
Map Produced by Diana Mason



Well Name	BILL BARRETT CORP 14-5-46 BTR 43013503070000			
String	Surf	Prod		
Casing Size(in)	9.625	5.500		
Setting Depth (TVD)	1000	7670		
Previous Shoe Setting Depth (TVD)	40	1000		
Max Mud Weight (ppg)	8.8	10.6		
BOPE Proposed (psi)	0	5000		
Casing Internal Yield (psi)	3520	10640		
Operators Max Anticipated Pressure (psi)	4223	10.6		

Calculations	Surf String	9.625	"
Max BHP (psi)	.052*Setting Depth*MW=	458	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	338	NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	238	NO OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	247	NO Reasonable depth
Required Casing/BOPE Test Pressure=		1000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		40	psi *Assumes 1psi/ft frac gradient

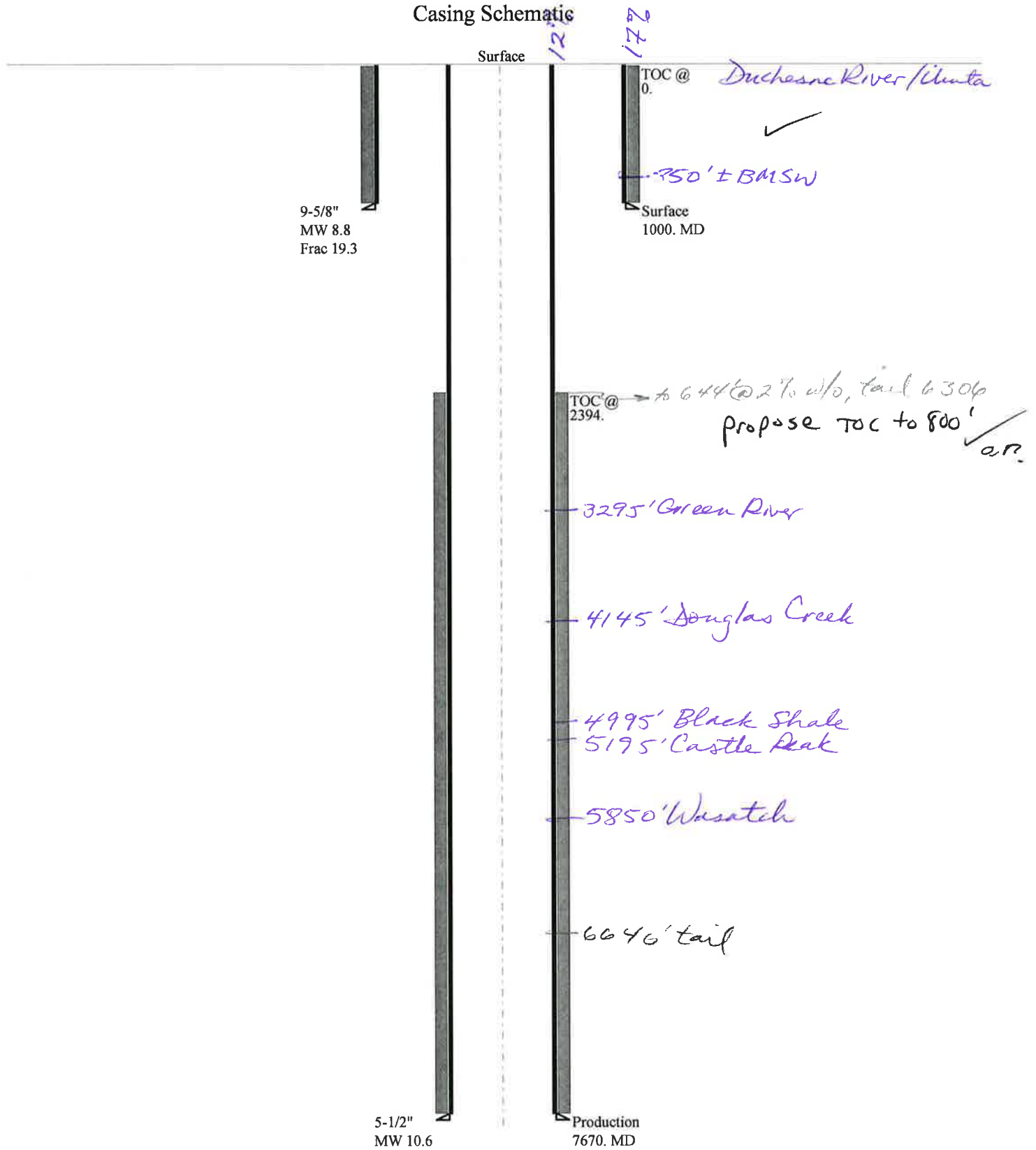
Calculations	Prod String	5.500	"
Max BHP (psi)	.052*Setting Depth*MW=	4228	
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=	3308	YES
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=	2541	YES OK
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=	2761	NO Reasonable
Required Casing/BOPE Test Pressure=		5000	psi
*Max Pressure Allowed @ Previous Casing Shoe=		1000	psi *Assumes 1psi/ft frac gradient

Calculations	String		"
Max BHP (psi)	.052*Setting Depth*MW=		
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO
Required Casing/BOPE Test Pressure=			psi
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient

Calculations	String		"
Max BHP (psi)	.052*Setting Depth*MW=		
			BOPE Adequate For Drilling And Setting Casing at Depth?
MASP (Gas) (psi)	Max BHP-(0.12*Setting Depth)=		NO
MASP (Gas/Mud) (psi)	Max BHP-(0.22*Setting Depth)=		NO
			*Can Full Expected Pressure Be Held At Previous Shoe?
Pressure At Previous Shoe	Max BHP-.22*(Setting Depth - Previous Shoe Depth)=		NO
Required Casing/BOPE Test Pressure=			psi
*Max Pressure Allowed @ Previous Casing Shoe=			psi *Assumes 1psi/ft frac gradient

43013503070000 14-5-46 BTR

Casing Schematic



Well name:	43013503070000 14-5-46 BTR		
Operator:	BILL BARRETT CORP		
String type:	Surface		Project ID: 43-013-50307
Location:	DUCHESNE COUNTY		

Design parameters:
Collapse

Mud weight: 8.800 ppg
Design is based on evacuated pipe.

Minimum design factors:
Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 88 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 100 ft

Cement top: Surface

Burst

Max anticipated surface pressure: 880 psi
Internal gradient: 0.120 psi/ft
Calculated BHP 1,000 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.70 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.50 (B)

Tension is based on air weight.
Neutral point: 870 ft

Non-directional string.
Re subsequent strings:

Next setting depth: 7,670 ft
Next mud weight: 10.600 ppg
Next setting BHP: 4,223 psi
Fracture mud wt: 19.250 ppg
Fracture depth: 1,000 ft
Injection pressure: 1,000 psi

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	1000	9.625	36.00	J-55	ST&C	1000	1000	8.796	8692
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	457	2020	4.419	1000	3520	3.52	36	394	10.94 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: May 12, 2010
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 1000 ft, a mud weight of 8.8 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

Well name:	43013503070000 14-5-46 BTR		
Operator:	BILL BARRETT CORP		
String type:	Production	Project ID:	43-013-50307
Location:	DUCHESNE COUNTY		

Design parameters:

Collapse

Mud weight: 10.600 ppg
Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor 1.125

Burst:

Design factor 1.00

Environment:

H2S considered? No
Surface temperature: 74 °F
Bottom hole temperature: 181 °F
Temperature gradient: 1.40 °F/100ft
Minimum section length: 1,000 ft

Cement top: 2,394 ft

Burst

Max anticipated surface pressure: 2,536 psi
Internal gradient: 0.220 psi/ft
Calculated BHP 4,223 psi

No backup mud specified.

Tension:

8 Round STC: 1.80 (J)
8 Round LTC: 1.80 (J)
Buttress: 1.60 (J)
Premium: 1.50 (J)
Body yield: 1.60 (B)

Non-directional string.

Tension is based on air weight.

Neutral point: 6,437 ft

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost (\$)
1	7670	5.5	17.00	P-110	LT&C	7670	7670	4.767	50521
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (kips)	Tension Strength (kips)	Tension Design Factor
1	4223	7480	1.771	4223	10640	2.52	130.4	445	3.41 J

Prepared by: Helen Sadik-Macdonald
Div of Oil, Gas & Mining

Phone: 801 538-5357
FAX: 801-359-3940

Date: May 11, 2010
Salt Lake City, Utah

Remarks:

Collapse is based on a vertical depth of 7670 ft, a mud weight of 10.6 ppg. The casing is considered to be evacuated for collapse purposes. Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Burst strength is not adjusted for tension.

Engineering responsibility for use of this design will be that of the purchaser.

ON-SITE PREDRILL EVALUATION**Utah Division of Oil, Gas and Mining**

Operator	BILL BARRETT CORP				
Well Name	14-5-46 BTR				
API Number	43013503070000	APD No	2541	Field/Unit	ALTAMONT
Location: 1/4,1/4	SESW	Sec	5	Tw	4.0S
		Rng	6.0W	930	FSL 1567 FWL
GPS Coord (UTM)	534915	4445069	Surface Owner	CARL D. PETERSON & VEVA P. PETERSON	

Participants

Floyd Bartlett (DOGM), Kary Eldredge (Bill Barrett Corporation), Dean Peterson (Surface Owner) Randy Ivie (Surface Owner), Ron Farnsworth (STRATA Networks-Telephone), Clint and Curtis Turner (Land Agents).

Regional/Local Setting & Topography

The general area is within the bottom of the Strawberry River drainage. The Strawberry River is a major drainage of Duchesne County, Utah. It begins with its headwaters to the northeast in Wasatch County and flows southeasterly through the Strawberry Reservoir ending when it reaches the Duchesne River within the town of Duchesne about 10 miles below the site. A wide bottom historic flood plain bordered by steep, often vertical sidewalls and cliffs typifies the topography. Outwash plains or deposits of till are common along both sides of the canyon. Seeps and small springs frequently occur within the drainage. The wider areas in this part of the canyon are used for agriculture and livestock grazing. Access to the site from Duchesne, Utah is by paved State of Utah and Duchesne County highways a distance of 13.3 miles. Approximately 0.5 miles of existing low standard road across private lands will be improved.

The proposed location for the Bill Barrett Corporation #14-5-46 BTR gas well is on the north side of the canyon oriented longitudinally across an outwash of a small side draw that extends northerly. The slope of the outwash is moderately steep and shows signs of periodic and recent flow and deposits of shaley rubble. The alluvial deposit slopes off to the south and also east at the pad site. The pad will be constructed by cutting up to 22 feet along the upslope side and filling 23.2 feet at corner 8. Mr. Carl Dean Peterson and wife own most of the reserve pit area and some of the access road while Mr. Randy Ivie and siblings own the remainder of the area. A buried irrigation water pipeline owned by Mr. Ivie and a buried telephone line owned Strata Networks cross the pad in a north to south direction. The irrigation line will be rerouted and buried to the west of the location while the telephone line may be temporarily relocated then buried after the well is completed. Mr. Ivie was present and agreed to the pipeline re-route. Mr. Ron Farnsworth represented Strata Networks and was going to discuss re-route options with his Company. Mr. Kary Eldredge of Bill Barrett Corporation stated they would complete the pipeline re-route as proposed and the telephone re-route as determined by Strata. Reserve pit corner 8 may be rounded or angled off to facilitate a possible phone line reroute in this area. The site at this corner is quite steep with the top of the cut extending upslope from the flattened grade of the existing pipeline. Rounding this corner would reduce the cut into this side slope and may allow the phone line to follow this grade. A significant diversion ditch is required above the pad to catch and divert summer storm water and rubble flows that are likely. It is planned along the north side of the constructed pad paralleling the reserve pit and extending to the east around corner 6. To facilitate this diversion it may be desirable to round this corner an additional amount. Spillage from this diversion will probably extend onto a waste area along the side of Mr. Ivies field. He said this was acceptable. The location cannot be moved down slope to the more gentle portion of the out-wash as it would necessitate moving Mr. Ivie's corrals and stack yards. An abandoned barbed wire fence runs through the proposed location. Mr. Ivie said it did not need to be protected or replaced. Mr. Dean Peterson was present and was agreeable with the plan as proposed and adjusted. Signed Surface Damage and Right-of-Way Settlement Agreements exist with both of the private surface owner parties and Bill Barrett Corporation. The selected site appears to be a suitable location for constructing a pad, drilling and operating the proposed well.

Surface Use Plan

Current Surface Use

Grazing
Recreational
Wildlife Habitat
Deer Winter Range

**New Road
Miles**

0.4

Well Pad

Width 280 Length 375

Src Const Material

Onsite

Surface Formation

UNTA

Ancillary Facilities N

Waste Management Plan Adequate?

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Big sagebrush, rabbit brush, slender wheatgrass, buckwheat, shadscale and annual weeds.

Livestock, deer, elk, coyotes, bobcats and numerous small mammals, birds and raptors.

Soil Type and Characteristics

Moderately deep rubbly sandy loam.

Erosion Issues N

Sedimentation Issues Y

The slope of the outwash is moderately steep and shows signs of periodic and recent flow and deposits of shaley rubble.

Site Stability Issues N

Drainage Diversion Required? Y

. A significant diversion ditch is required above the pad to catch and divert summer storm water and rubble flows that are likely.

Berm Required? N

Erosion Sedimentation Control Required? Y

A significant diversion ditch is required above the pad to catch and divert summer storm water and rubble flows that are likely.

Paleo Survey Run? N **Paleo Potential Observed?** N **Cultural Survey Run?** N **Cultural Resources?**

Reserve Pit

Site-Specific Factors

Site Ranking

Distance to Groundwater (feet)	100 to 200	5
Distance to Surface Water (feet)	>1000	0
Dist. Nearest Municipal Well (ft)	>5280	0

Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)		0	
Affected Populations			
Presence Nearby Utility Conduits	Not Present	0	
Final Score		20	1 Sensitivity Level

Characteristics / Requirements

A 200' x 100' x 8' deep reserve pit will be constructed on the northwest upslope side of the location in an area of significant cut. A 10' wide outer bench and 2' feet of freeboard are planned. A pit liner of at least 16-mils and a felt sub-liner are required.

Closed Loop Mud Required? N **Liner Required?** Y **Liner Thickness** 16 **Pit Underlayment Required?** Y

Other Observations / Comments

Floyd Bartlett
Evaluator

4/23/2010
Date / Time

Application for Permit to Drill

Statement of Basis

5/17/2010

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
2541	43013503070000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	CARL D. PETERSON & VEVA P. PETERSON	
Well Name	14-5-46 BTR		Unit		
Field	ALTAMONT		Type of Work	DRILL	
Location	SESW 5 4S 6W U 930 FSL 1567 FWL GPS Coord (UTM) 534912E 4445082N				

Geologic Statement of Basis

Bill Barrett proposes to set 3,000 feet of surface casing which will be cemented to surface. The surface hole will be drilled utilizing fresh water mud. The estimated depth to the base of moderately saline ground water is 850 feet. A search of Division of Water Rights records indicates that there are 13 water wells within a 10,000 foot radius of the center of Section 5. The nearest water well is approximately .5 miles from the proposed site and produces water from an unknown depth. Most of these wells produce water from the Uinta-Green River Formation and average around 400 feet deep but range from 12 to 600 feet deep. The surface casing should probably be set to a more shallow depth to protect the fresh waters uphole from more saline waters which may be encountered while drilling.

Brad Hill
APD Evaluator

4/27/2010
Date / Time

Surface Statement of Basis

The general area is within the bottom of the Strawberry River drainage. The Strawberry River is a major drainage of Duchesne County, Utah. It begins with its headwaters to the northeast in Wasatch County and flows southeasterly through the Strawberry Reservoir ending when it reaches the Duchesne River within the town of Duchesne about 10 miles below the site. A wide bottom historic flood plain bordered by steep, often vertical sidewalls and cliffs typifies the topography. Outwash plains or deposits of till are common along both sides of the canyon. Seeps and small springs frequently occur within the drainage. The wider areas in this part of the canyon are used for agriculture and livestock grazing. Access to the site from Duchesne, Utah is by paved State of Utah and Duchesne County highways a distance of 13.3 miles. Approximately 0.5 miles of existing low standard road across private lands will be improved.

The proposed location for the Bill Barrett Corporation #14-5-46 BTR gas well is on the north side of the canyon oriented longitudinally across an outwash of a small side draw that extends northerly. The slope of the outwash is moderately steep and shows signs of periodic and recent flow and deposits of shaley rubble. The alluvial deposit slopes off to the south and also east at the pad site. The pad will be constructed by cutting up to 22 feet along the upslope side and filling 23.2 feet at corner 8. Mr. Carl Dean Peterson and wife own most of the reserve pit area and some of the access road while Mr. Randy Ivie and siblings own the remainder of the area. A buried irrigation water pipeline owned by Mr. Ivie and a buried telephone line owned Strata Networks cross the pad in a north to south direction. The irrigation line will be rerouted and buried to the west of the location while the telephone line may be temporarily relocated then buried after the well is completed. Mr. Ivie was present and agreed to the pipeline re-route. Mr. Ron Farnsworth represented Strata Networks and was going to discuss re-route options with his Company. Mr. Kary Eldredge of Bill Barrett Corporation stated they would complete the pipeline re-route as proposed and the telephone re-route as determined by Strata. Reserve pit corner 8 may be rounded or angled off to facilitate a possible phone line reroute in this area. The site at this corner is quite steep with the top of the cut extending upslope from the flattened grade of the existing pipeline. Rounding this corner would reduce the cut into this side slope and may allow the phone line to follow this grade. A significant diversion ditch is required above the pad to catch and divert summer storm water and

Application for Permit to Drill

Statement of Basis

5/17/2010

Utah Division of Oil, Gas and MiningPage 2

rubble flows that are likely. It is planned along the north side of the constructed pad paralleling the reserve pit and extending to the east around corner 6. To facilitate this diversion it may be desirable to round this corner an additional amount. Spillage from this diversion will probably extend onto a waste area along the side of Mr. Ivies field. He said this was acceptable. The location cannot be moved down slope to the more gentle portion of the out-wash as it would necessitate moving Mr. Ivie's corrals and stack yards. An abandoned barbed wire fence runs through the proposed location. Mr. Ivie said it did not need to be protected or replaced. Mr. Dean Peterson was present and was agreeable with the plan as proposed and adjusted. Signed Surface Damage and Right-of-Way Settlement Agreements exist with both of the private surface owner parties and Bill Barrett Corporation. The selected site appears to be a suitable location for constructing a pad, drilling and operating the proposed well.

Floyd Bartlett
Onsite Evaluator

4/23/2010
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 16 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET

APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 4/19/2010

API NO. ASSIGNED: 43013503070000

WELL NAME: 14-5-46 BTR

OPERATOR: BILL BARRETT CORP (N2165)

PHONE NUMBER: 303 312-8134

CONTACT: Tracey Fallang

PROPOSED LOCATION: SESW 5 040S 060W

Permit Tech Review: ☒

SURFACE: 0930 FSL 1567 FWL

Engineering Review: ☒

BOTTOM: 0930 FSL 1567 FWL

Geology Review: ☒

COUNTY: DUCHESNE

LATITUDE: 40.15726

LONGITUDE: -110.59007

UTM SURF EASTINGS: 534912.00

NORTHINGS: 4445082.00

FIELD NAME: ALTAMONT

LEASE TYPE: 4 - Fee

LEASE NUMBER: Fee

PROPOSED PRODUCING FORMATION(S): GREEN RIVER-WASATCH

SURFACE OWNER: 4 - Fee

COALBED METHANE: NO

RECEIVED AND/OR REVIEWED:

☒ **PLAT**

☒ **Bond:** STATE/FEE - LPM4138148

☐ **Potash**

☐ **Oil Shale 190-5**

☐ **Oil Shale 190-3**

☐ **Oil Shale 190-13**

☒ **Water Permit:** Duchesne City Culinary Water Dock

☐ **RDCC Review:**

☒ **Fee Surface Agreement**

☐ **Intent to Commingle**

Commingle Approved

LOCATION AND SITING:

☐ **R649-2-3.**

Unit:

☐ **R649-3-2. General**

☐ **R649-3-3. Exception**

☒ **Drilling Unit**

Board Cause No: Cause 139-84

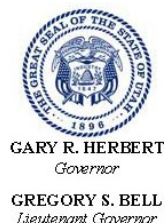
Effective Date: 12/31/2008

Siting: 660' Fr Drl U Bdry & 1320' Fr Other Wells

☐ **R649-3-11. Directional Drill**

Comments: Presite Completed

Stipulations: 5 - Statement of Basis - bhill



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 14-5-46 BTR
API Well Number: 43013503070000
Lease Number: Fee
Surface Owner: FEE (PRIVATE)
Approval Date: 5/19/2010

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-84. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Additional Approvals:

The operator is required to obtain approval from the Division of Oil, Gas and mining before performing any of the following actions during the drilling of this well:

- Any changes to the approved drilling plan – contact Dustin Doucet
- Significant plug back of the well – contact Dustin Doucet
- Plug and abandonment of the well – contact Dustin Doucet

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels

OR

submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <https://oilgas.ogm.utah.gov>

- 24 hours prior to testing blowout prevention equipment - contact Dan Jarvis
- 24 hours prior to cementing or testing casing – contact Dan Jarvis
- Within 24 hours of making any emergency changes to the approved drilling program
– contact Dustin Doucet
- 24 hours prior to commencing operations to plug and abandon the well – contact Dan Jarvis

Contact Information:

The following are Division of Oil, Gas and Mining contacts and their telephone numbers (please leave a voicemail message if the person is not available to take the call):

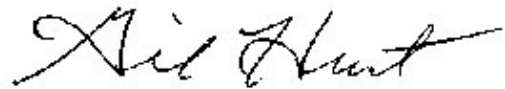
- Carol Daniels 801-538-5284 - office
- Dustin Doucet 801-538-5281 - office
801-733-0983 - after office hours
- Dan Jarvis 801-538-5338 - office
801-231-8956 - after office hours

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:



Gil Hunt
Associate Director, Oil & Gas

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company: BILL BARRETT CORPORATION

Well Name: 14-5-46 BTR

Api No: 43-013-50307 Lease Type: FEE

Section 05 Township 04S Range 06W County DUCHESNE

Drilling Contractor CRAIG'S ROUSTABOUT SERV RIG # 3

SPUDDED:

Date 06/06/2010

Time _____

How DRY

Drilling will Commence: _____

Reported by DOMINIC SPENCER

Telephone # (303) 312-8164

Date 06/07/2010 Signed CHD

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name	QQ	Sec	Twp	Rng	County
4301350307	14-5-46 BTR	SESW	5	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
A	99999	17624	6/6/2010		6/7/10	
Comments: Spudding Operations was conducted by Craig's Roustabout Rig #3 @ 8:00 am. <u>GR-WSTC</u>						

Well 2

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

Well 3

API Number	Well Name	QQ	Sec	Twp	Rng	County
Action Code	Current Entity Number	New Entity Number	Spud Date		Entity Assignment Effective Date	
Comments:						

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED
JUN 07 2010

Tracey Fallang

Name (Please Print)
Tracey Fallang

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,
email=rfallang@billbarrettcorp.com, c=US
Date: 2010.06.07 12:09:25 -0600

Signature

Regulatory Analyst

Title

6/7/2010

Date

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 14-5-46 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013503070000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0930 FSL 1567 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 5 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 6/30/2010	TYPE OF ACTION <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> June monthly activity report. </div> <div style="width: 35%; text-align: center;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY July 07, 2010 </div> </div>		
NAME (PLEASE PRINT) Tracey Fallang		PHONE NUMBER 303 312-8134
SIGNATURE N/A		TITLE Regulatory Analyst
		DATE 7/6/2010

#14-5-46 BTR 6/10/2010 06:00 - 6/11/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary RIG DN LOAD OUT AND MOVE, 5 HANDS 1 TOOL PUSHES. - 12						

#14-5-46 BTR 6/11/2010 06:00 - 6/12/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary RIG UP. TRUCK RELEASED @ 1800 HRS 10 HANDS 1 TOOL PUSHES. SET NEW DRAWRTOL ON FLOOR AND GET CLOSE. WILL WELD NEW CHAIN GAURD AND TIE DOWNS TOMMORROW. - 13						

#14-5-46 BTR 6/12/2010 06:00 - 6/13/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary WELD DOWELLS IN FRONT OF DRAWTOOL. SLIDE AHEAD. RAISE DERRICK. CUT & WELD ON FLOOR PLATES AND ROTARY GAURD. RIG UP GAS BUSTER, FLARE LINES AND FLOOR. - 24						

#14-5-46 BTR 6/13/2010 06:00 - 6/14/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary WELD ON CONDUCTOR, RIG UP FLOOR, STRAP BHA. - 5.5, REBUILD ROTATRY CHAIN GAURD. - 2.5, PICK UP BHA, OREINTATE DIRICTIONAL TOOLS - 2, DRLG F/ 95' TO 915' (820' IN 14 HR = 59.3 FPH) SLIDE: 26' IN .5 HR = 52 FPH, ROTATE: 794' IN 13.5 HR = 59.6 FPH. MM SPERRY DRILL 8" 7/8 3 W/ 1.5DEG BEND6.88' BTB 0.16 GPR.LAST MUD CHECK 8.7 WT36 VIS. SPUD @ 16:00 HR 6/13/10. - 14						

#14-5-46 BTR 6/14/2010 06:00 - 6/15/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary DRLG F/ 915' TO 1020' @ 70 FPH. - 1.5, CIRC. - 0.5, SHORT TRIP - 1, CIRC. COND F/ CASING - 0.5, TOO, L/D DIRC. TOOLS - 1, HSM, RIG UP WEATHERFORD. AND RUN CASING. FS (1.65'), SHOE JT (42.31), FC (.85), 23 JTS 9 5/8" 36# J55 LT&C CASING (976.45'). LANDED @ 1017'. MADE UP W/ BESTOLIFE DOPE TO 3940 FT/LB. - 2.5, CIRC. CASING W/ RIG PUMP - 1.5, HSM, RIG UP HALIBURTON AND CEMENT. 20 BLS H2O, 40 BLS SUPER FLUSH, 20 BLS H2O, 90 SKS LIGHT PREIMUM 11# 3.16 YEILD 19.48 GPS W/ 5 LBM SILICALITE, .125 LBM POLY-E-FLAKE, .25 LBM KWIK SEAL, 2% BENTONITE, TAILED W/ 210 SKS G 14.8 1.35 YEILD 6.37 GPS w/ 2% CACL, DISPLACED W/75 BLS H2O. BUMP PLUG. FLOATS HELD.GOT 15 BLS CEMENT TO SURFACE. CEMENT FELL 3' BELOW GROUD LEVEL IN 45 MINS. - 1.5, TEST CASING TO 1500# F/ 30 MINS. - 0.5, WOC - 5, CUT OFF WELD ON WELL HEAD TEST 600# F/ 10 10 MINS - 4, NIPPLE UP BOPS - 3.5, TEST BOPS - 1						

#14-5-46 BTR 6/15/2010 06:00 - 6/16/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary TEST BOPS. TEST ALL RAMS AND VALVES TO 5000# F/ 10 MINS, ANNULAR TO 2500# F/ 10 MINS. - 2.5, INSTALL WEAR BUSHING - 0.5, PICK UP BHA, OREINTATE DIRC. TOOLS. TIH - 1.5, DRLG CEMENT, DRILL TO 1030' - 1.5, FIT HELD 100 PSI, W/ 8.4 MUD=10.3 MUD WT. - 0.5, DRLG F/ 1020' TO 1302' (282' IN 3.5 HR = 80 FPH) SLIDE: 10' IN .25 HR = 40 FPH, ROTATE: 272' IN 3.25 HR = 83.7 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 3.5, RIG SERVICE - 0.5, DRLG F/ 1302' TO 2446' (1144' IN 13.5 HR = 84.8 FPH) SLIDE: 68' IN 1 HR = 68 FPH, ROTATE: 1076' IN 12.5 HR = 86.1 FPH. LAST MUD CHECK 34 VIS 8.8 MUD WT. LAST SURVEY 2388' .69 DEG 359.99 AZ. 2.34' F/ CENTER. - 13.5						

#14-5-46 BTR 6/16/2010 06:00 - 6/17/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary DRLG F/ 2446' TO 3018' (572' IN 7 HR = 81.7 FPH) SLIDE:21' IN .25 HR = 84 FPH, ROTATE: 551' IN 6.75 HR = 81.6 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 7, RIG SERVICE - 0.5, DRLG F/ 3018' TO 4098' (1080' IN 16.5 HR = 65.5 FPH) SLIDE: 67' IN 1 HR = 67 FPH, ROTATE: 1013' IN 15.5 HR = 65.4 FPH. LAST MUD CHECK 35 VIS 9.5WT. LAST SURVEY 4040 .66 DEG 177.59 AZ. 6.03' F/ CENTER. - 16.5						

#14-5-46 BTR 6/17/2010 06:00 - 6/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary DRLG F/ 4098' TO 4862' (764' IN 10 HR = 76.4 FPH) SLIDE: 83' IN 1.75 HR = 47.4 FPH, ROTATE: 681' IN 8.25 HR = 82.5 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10, RIG SERVICE - 0.5, DRLG F/ 4862' TO 5654' (792' in 13.5 hr = 58.7 fph) SLIDE: 95' IN 4 HR = 23 FPH, ROTATE: 697' IN 9.5 HR = 73.4 FPH. LAST SURVEY 5564' .85 DEG 26.48 AZ. 6.3' F/ CENTER. LAST MUD CHECK 37 VIS 9.7 WT. - 13.5						

#14-5-46 BTR 6/18/2010 06:00 - 6/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary						
DRLG F/ 5654' TO 6194' (540' IN 10 HR 54 FPH) SLIDE: 58' IN 1.5 HR = 38.7 FPH, ROTATE: 502' IN 8.5 HR = 59.1 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10, RIG SERVICE - 0.5, DRLG F/ 6194' TO 6746' (552' IN 13.5 HR = 40.9 FPH) SLIDE: 59' IN 2.25 HR = 26.2 FPH, ROTATE: 493' IN 11.25 HR = 43.8 FPH. LAST SURVEY 6644 .31 AZ 60.1 AZ. 11.58 F/ CENTER. LAST MUD CHECK 37 VIS 10 WT. - 13.5						

#14-5-46 BTR 6/19/2010 06:00 - 6/20/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary						
DRLG F/ 6746' TO 7211' (465' IN 10.5 HR = 44.3 FPH) SLIDE: 13' IN .5 HR = 26 FPH, ROTAYE: 452' IN 10 HR = 45.2 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10.5, RIG SERVICE - 0.5, DRLG F/ 7211' TO 7624' (413' IN 13 HR = 31.8 FPH) SLIDE: 18' IN .75 HR = 24 FPH, ROTATE: 395' IN 12.25 HR = 32.3 FPH. LAST SURVEY 7534' .65INC 163.36 AZ. 9.96' F/ CENTER. LAST MUD CHECK 36VIS 9.9 WT. - 13						

#14-5-46 BTR 6/20/2010 06:00 - 6/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary						
DRLG F/ 7624' 7680' @ 56 FPH ROTATING. - 1, CIRC. - 1, SHORT TRIP 30 STDS - 1.5, CIRC. COND F/ LOGGS - 1, TOO H F/ LOGS, L/D DIRC TOOLS, SLM 7673.90', TALLY 7680'. - 3.5, HSM, RIG UP SCHLUMBERGER AND LOG. TRIPLE COMBO. HIT BRIDGE @ 5026'. LOG F/ 5026' TO SURFACE CASING. - 4.5, TIH - 2.5, REAM BRIDG OUT 5100' - 0.5, TIH - 1, CIRC. RAISE MUD WT F/ 10 TO 10.2. HOLE SLUFFING SHALE UP TO THE SIZE OTF 50 CENT PIECE. - 3, TOO H - 2.5, R/U SCHLUMBERER AND LOG. - 2						

#14-5-46 BTR 6/21/2010 06:00 - 6/22/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary						
LOG TRIPLE COMBO F/ 7668' TO 4700', RUN ECS LOG F/ 7668' TO 4700' - 7, PULL WEAR BUSHING - 0.5, TIH - 2.5, CIRC. CON F/ CASING - 2, LDDP, BREAK KELLY, L/D BHA. - 5.5, HSM, RIG UP WEATHERFORD. RUN CASING. FS (.85), SHOE JT (44.96'), FC (1.15), 18 JTS 5.5" 17# P-110 LT&C CASING (797.85') MARKER JT (21.50'), 19 JTS CASING (836.66'), MARKER JT (23.27'), 19 JT CASING (845.91'), MARKER JT (20.26'), 115 JTS CASING (5085.79'). LANDED @ 7675'. MADE UP W/ BESTOLIFE DOPE TO 4620 FT/LB. HAD TO CIRC. LAST 90' TO BOTTOM. - 6, CIRC. CASING W/ RIG PUMP - 0.5						

#14-5-46 BTR 6/22/2010 06:00 - 6/23/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion
Time Log Summary						
CIRC. CASING - 1.5, HSM, RIG UP HES AND CEMENT, 10 BLS H2O, 40 BLS SUPER FLUSH 101, 10 BLS H2O, 950 SKS TUNED LIGHT 11# 2.32 YEILD 10.71 GPS W/5 LBM SILICALITE, 10 LBM SCOTCHLITE HGS-6000, .3LBM HALAD-344, .5 LBM D-AIR, .375 LBM FE-2, 5 LBM BENTONITE, .2 LBM ECONOLITE, TAILED W/ 600 SKS ECONOCHEM 13.5# 1.46 YEILD 6.61 GPS W/ 2% BENTONITE, 3% POTASUM CLORIDE, .75% HALAD-322, .2% FWCA, .3% SUPER CBL, .125 LBM POLY-E-FLAKE, 1 LBM GRANULITE. DISPLACED W/ 177 BLS CLAY FIX H2O.BUMP PLUG. FLOATS HELD. 142 BLS CEMENT TO SURFACE. GOOD RETURNS ON WHOLE JOB. - 3, NIPPLE DN SET SLIPS W/ 135K. CLEAN MUD TANKS, INSPECT DCS RIG DN AND LOADOUT TRUCKS 10 HANDS 1 TOOLPUSHER. RIG RELEASE 19:00 HR. - 8.5						

#14-5-46 BTR 6/27/2010 06:00 - 6/28/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Completion
Time Log Summary						
WSI. Operations SDFN. - 0.5, RNI cleaned cellar, rathole, and mouse hole. Fabrizio Construction hauled in load of 1" road base, and backhoe. Filled cellar to bottom of surface head. - 1.5, SICP- 0#, SISP- Slight blow. ND 11-1/16 5M night cap. Cut casing stub to 5-1/2", and dress up. NU Cameron 11-1/16 5M x 7-1/16 5M x 2-1/16 5M tubing head. Test "PE" seals to 5500#. Test flange to 5000#. Good tests. NU 7-1/16 5M night cap. SDFN. - 3, WSI. Operations SDFN. - 19						

#14-5-46 BTR 6/28/2010 06:00 - 6/29/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Completion
Time Log Summary						
Crew travel from Roosevelt. - 0.5, MIRU BWWC, and IPS (Double Jack). ND night cap. NU adapter flange, and W/L BOPE. Build lubricator, and GR/JB tool string. - 1, RIH w/ 4.75" o.d. GR/JB. Tag up @ 7552'. (Float collar @ 7628'). POOH. - 0.75, LD GR/JB tool string. Nothing was in junk basket. Make up CBL tool string, and calibrate. - 1, RIH with RCBL/VDL/GR CCL tool string, calibrate, and correlate to SWS "PE" Triple Combo Print/GR (Dated 6-20-2010). Tag PBTD @ 7599'. Pulled 300' repeat with no psi. Psi up to 1500# with IPS. Log from 7587' - 38'. Bleed off psi. This log indicates 5620' - 7587' Good to Very good cement; 4940' - 5620' Fair to Good cement; 3700' - 4940' Fair cement with thief zones @ 3733', 4000', 4450', and 4525'; 175' - 3700' Good cement. Cement top @ 175'. Bleed off psi. - 4.5, LD CBL tool string. Load out. ND adapter flange, and NU night cap. RD W/L equipment, and IPS. Print out logs. Roustabouts are setting up the production facilities, and unloading equipment. - 2, WSI. Operations SDFN. - 14.25						

<div>STATE OF UTAH</div> <div>DEPARTMENT OF NATURAL RESOURCES</div> <div>DIVISION OF OIL, GAS, AND MINING</div>		<div>FORM 9</div>	
<div>SUNDRY NOTICES AND REPORTS ON WELLS</div> <div>Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.</div>		<div>5.LEASE DESIGNATION AND SERIAL NUMBER:</div> <div>Fee</div>	
<div>1. TYPE OF WELL</div> <div>Oil Well</div>		<div>6. IF INDIAN, ALLOTTEE OR TRIBE NAME:</div>	
<div>2. NAME OF OPERATOR:</div> <div>BILL BARRETT CORP</div>		<div>7.UNIT or CA AGREEMENT NAME:</div>	
<div>3. ADDRESS OF OPERATOR:</div> <div>1099 18th Street Ste 2300 , Denver, CO, 80202</div>		<div>8. WELL NAME and NUMBER:</div> <div>14-5-46 BTR</div>	
<div>4. LOCATION OF WELL</div> <div>FOOTAGES AT SURFACE:</div> <div>0930 FSL 1567 FWL</div> <div>QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:</div> <div>Qtr/Qtr: SESW Section: 05 Township: 04.0S Range: 06.0W Meridian: U</div>		<div>9. API NUMBER:</div> <div>43013503070000</div>	
		<div>9. FIELD and POOL or WILDCAT:</div> <div>ALTAMONT</div>	
		<div>COUNTY:</div> <div>DUCHESNE</div>	
		<div>STATE:</div> <div>UTAH</div>	
<div>11.</div> <div>CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA</div>			
<div>TYPE OF SUBMISSION</div>		<div>TYPE OF ACTION</div>	
<div><input type="checkbox"/> NOTICE OF INTENT</div> <div>Approximate date work will start:</div>		<div><input type="checkbox"/> ACIDIZE</div>	
<div><input type="checkbox"/> SUBSEQUENT REPORT</div> <div>Date of Work Completion:</div>		<div><input type="checkbox"/> ALTER CASING</div>	
<div><input type="checkbox"/> SPUD REPORT</div> <div>Date of Spud:</div>		<div><input type="checkbox"/> CASING REPAIR</div>	
<div><input checked="" type="checkbox"/> DRILLING REPORT</div> <div>Report Date:</div> <div>8/4/2010</div>		<div><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</div>	
		<div><input type="checkbox"/> CHANGE TUBING</div>	
		<div><input type="checkbox"/> CHANGE WELL STATUS</div>	
		<div><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</div>	
		<div><input type="checkbox"/> DEEPEN</div>	
		<div><input type="checkbox"/> FRACTURE TREAT</div>	
		<div><input type="checkbox"/> OPERATOR CHANGE</div>	
		<div><input type="checkbox"/> PLUG AND ABANDON</div>	
		<div><input checked="" type="checkbox"/> PRODUCTION START OR RESUME</div>	
		<div><input type="checkbox"/> RECLAMATION OF WELL SITE</div>	
		<div><input type="checkbox"/> REPERFORATE CURRENT FORMATION</div>	
		<div><input type="checkbox"/> SIDETRACK TO REPAIR WELL</div>	
		<div><input type="checkbox"/> TUBING REPAIR</div>	
		<div><input type="checkbox"/> VENT OR FLARE</div>	
		<div><input type="checkbox"/> WATER SHUTOFF</div>	
		<div><input type="checkbox"/> SI TA STATUS EXTENSION</div>	
		<div><input type="checkbox"/> WILDCAT WELL DETERMINATION</div>	
		<div><input type="checkbox"/> OTHER</div>	
		<div>OTHER: <input type="text"/></div>	
<div>12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.</div> <div>This sundry is being submitted as notification that this well had first gas sales on 8/4/2010.</div> <div>Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY August 10, 2010</div>			
<div>NAME (PLEASE PRINT)</div> <div>Tracey Fallang</div>		<div>PHONE NUMBER</div> <div>303 312-8134</div>	
<div>SIGNATURE</div> <div>N/A</div>		<div>TITLE</div> <div>Regulatory Analyst</div>	
		<div>DATE</div> <div>8/9/2010</div>	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5.LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7.UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 14-5-46 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013503070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8164 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0930 FSL 1567 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 05 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"><input type="checkbox"/> ACIDIZE</div> <div style="width: 33%;"><input type="checkbox"/> ALTER CASING</div> <div style="width: 33%;"><input type="checkbox"/> CASING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TO PREVIOUS PLANS</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE TUBING</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL NAME</div> <div style="width: 33%;"><input type="checkbox"/> CHANGE WELL STATUS</div> <div style="width: 33%;"><input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS</div> <div style="width: 33%;"><input type="checkbox"/> CONVERT WELL TYPE</div> <div style="width: 33%;"><input type="checkbox"/> DEEPEN</div> <div style="width: 33%;"><input type="checkbox"/> FRACTURE TREAT</div> <div style="width: 33%;"><input type="checkbox"/> NEW CONSTRUCTION</div> <div style="width: 33%;"><input type="checkbox"/> OPERATOR CHANGE</div> <div style="width: 33%;"><input type="checkbox"/> PLUG AND ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> PLUG BACK</div> <div style="width: 33%;"><input type="checkbox"/> PRODUCTION START OR RESUME</div> <div style="width: 33%;"><input type="checkbox"/> RECLAMATION OF WELL SITE</div> <div style="width: 33%;"><input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> REPERFORATE CURRENT FORMATION</div> <div style="width: 33%;"><input type="checkbox"/> SIDETRACK TO REPAIR WELL</div> <div style="width: 33%;"><input type="checkbox"/> TEMPORARY ABANDON</div> <div style="width: 33%;"><input type="checkbox"/> TUBING REPAIR</div> <div style="width: 33%;"><input type="checkbox"/> VENT OR FLARE</div> <div style="width: 33%;"><input type="checkbox"/> WATER DISPOSAL</div> <div style="width: 33%;"><input type="checkbox"/> WATER SHUTOFF</div> <div style="width: 33%;"><input type="checkbox"/> SI TA STATUS EXTENSION</div> <div style="width: 33%;"><input type="checkbox"/> WILDCAT WELL DETERMINATION</div> <div style="width: 33%;"><input type="checkbox"/> OTHER</div> </div>	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:		
<input type="checkbox"/> SPUD REPORT Date of Spud:		
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 7/31/2010		
OTHER: <input style="width: 100px;" type="text"/>		
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center;"> July monthly activity report. </div> <div style="text-align: right; margin-top: 20px;"> <p>Accepted by the Utah Division of Oil, Gas and Mining</p> <p>FOR RECORD ONLY</p> <p>August 17, 2010</p> </div>		
NAME (PLEASE PRINT) Tracey Fallang		PHONE NUMBER 303 312-8134
SIGNATURE N/A		TITLE Regulatory Analyst
		DATE 8/17/2010

#14-5-46 BTR 6/17/2010 06:00 - 6/18/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

DRLG F/ 4098' TO 4862' (764' IN 10 HR = 76.4 FPH) SLIDE: 83' IN 1.75 HR = 47.4 FPH, ROTATE: 681' IN 8.25 HR = 82.5 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10, RIG SERVICE - 0.5, DRLG F/ 4862' TO 5654' (792' IN 13.5 hr = 58.7 fph) SLIDE: 95' IN 4 HR = 23 FPH, ROTATE: 697' IN 9.5 HR = 73.4 FPH. LAST SURVEY 5564' .85 DEG 26.48 AZ. 6.3' F/ CENTER. LAST MUD CHECK 37 VIS 9.7 WT. - 13.5

#14-5-46 BTR 6/18/2010 06:00 - 6/19/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

DRLG F/ 5654' TO 6194' (540' IN 10 HR 54 FPH) SLIDE: 58' IN 1.5 HR = 38.7 FPH, ROTATE: 502' IN 8.5 HR = 59.1 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10, RIG SERVICE - 0.5, DRLG F/ 6194' TO 6746' (552' IN 13.5 HR = 40.9 FPH) SLIDE: 59' IN 2.25 HR = 26.2 FPH, ROTATE: 493' IN 11.25 HR = 43.8 FPH. LAST SURVEY 6644' .31 AZ 60.1 AZ. 11.58 F/ CENTER. LAST MUD CHECK 37 VIS 10 WT. - 13.5

#14-5-46 BTR 6/19/2010 06:00 - 6/20/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

DRLG F/ 6746' TO 7211' (465' IN 10.5 HR = 44.3 FPH) SLIDE: 13' IN .5 HR = 26 FPH, ROTAYE: 452' IN 10 HR = 45.2 FPH. MM HUNTING 6 3/4' 7/8 2.9 .15 GPR BTB 6.24'. - 10.5, RIG SERVICE - 0.5, DRLG F/ 7211' TO 7624' (413' IN 13 HR = 31.8 FPH) SLIDE: 18' IN .75 HR = 24 FPH, ROTATE: 395' IN 12.25 HR = 32.3 FPH. LAST SURVEY 7534' .65INC 163.36 AZ. 9.96' F/ CENTER. LAST MUD CHECK 36VIS 9.9 WT. - 13

#14-5-46 BTR 6/20/2010 06:00 - 6/21/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

DRLG F/ 7624' 7680' @ 56 FPH ROTATING. - 1, CIRC. - 1, SHORT TRIP 30 STDS - 1.5, CIRC. COND F/ LOGGS - 1, TOO H F/ LOGS, L/D DIRC TOOLS, SLM 7673.90', TALLY 7680'. - 3.5, HSM, RIG UP SCHLUMBERGER AND LOG. TRIPLE COMBO. HIT BRIDGE @ 5026'. LOG F/ 5026' TO SURFACE CASING. - 4.5, TIH - 2.5, REAM BRIDG OUT 5100' - 0.5, TIH - 1, CIRC. RAISE MUD WT F/ 10 TO 10.2. HOLE SLUFFING SHALE UP TO THE SIZE OTF 50 CENT PIECE. - 3, TOO H - 2.5, R/U SCHLUMBERER AND LOG. - 2

#14-5-46 BTR 6/21/2010 06:00 - 6/22/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

LOG TRIPLE COMBO F/ 7668' TO 4700', RUN ECS LOG F/ 7668' TO 4700' - 7, PULL WEAR BUSHING - 0.5, TIH - 2.5, CIRC. CON F/ CASING - 2, LDDP, BREAK KELLY, L/D BHA. - 5.5, HSM, RIG UP WEATHERFORD. RUN CASING. FS (.85), SHOE JT (44.96'), FC (1.15), 18 JTS 5.5" 17# P-110 LT&C CASING (797.85') MARKER JT (21.50'), 19 JTS CASING (836.66'), MARKER JT (23.27'), 19 JT CASING (845.91'), MARKER JT (20.26'), 115 JTS CASING (5085.79'). LANDED @ 7675'. MADE UP W/ BESTOLIFE DOPE TO 4620 FT/LB. HAD TO CIRC. LAST 90' TO BOTTOM. - 6, CIRC. CASING W/ RIG PUMP - 0.5

#14-5-46 BTR 6/22/2010 06:00 - 6/23/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

CIRC. CASING - 1.5, HSM, RIG UP HES AND CEMENT, 10 BLS H2O, 40 BLS SUPER FLUSH 101, 10 BLS H2O, 950 SKS TUNED LIGHT 11# 2.32 YEILD 10.71 GPS W/5 LBM SILICALITE, 10 LBM SCOTCHLITE HGS-6000, .3LBM HALAD-344, .5 LBM D-AIR, .375 LBM FE-2, 5 LBM BENTONITE, .2 LBM ECONOLITE, TAILED W/ 600 SKS ECONOCHEM 13.5# 1.46 YEILD 6.61 GPS W/ 2% BENTONITE, 3% POTASUM CHLORIDE, .75% HALAD-322, .2% FWCA, .3% SUPER CBL, .125 LBM POLY-E-FLAKE, 1 LBM GRANULITE. DISPLACED W/ 177 BLS CLAY FIX H2O.BUMP PLUG. FLOATS HELD. 142 BLS CEMENT TO SURFACE. GOOD RETURNS ON WHOLE JOB. - 3, NIPPLE DN SET SLIPS W/ 135K. CLEAN MUD TANKS, INSPECT DCS RIG DN AND LOADOUT TRUCKS 10 HANDS 1 TOOLPUSHER. RIG RELEASE 19:00 HR. - 8.5

#14-5-46 BTR 6/27/2010 06:00 - 6/28/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Completion

Time Log Summary

WSI. Operations SDFN. - 0.5, RNI cleaned cellar, rathole, and mouse hole. Fabrizio Construction hauled in load of 1" road base, and backhoe. Filled cellar to bottom of surface head. - 1.5, SICP- 0#, SISP- Slight blow. ND 11-1/16 5M night cap. Cut casing stub to 5-1/2", and dress up. NU Cameron 11-1/16 5M x 7-1/16 5M x 2-1/16 5M tubing head. Test "PE" seals to 5500#. Test flange to 5000#. Good tests. NU 7-1/16 5M night cap. SDFN. - 3, WSI. Operations SDFN. - 19

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 14-5-46 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013503070000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0930 FSL 1567 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 05 Township: 04.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input checked="" type="checkbox"/> DRILLING REPORT Report Date: 8/31/2010	TYPE OF ACTION <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION </div> </div> <div style="text-align: right; margin-top: 10px;"> OTHER: <input style="width: 100px;" type="text"/> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <div style="text-align: center; padding: 20px;"> August monthly activity report. <div style="text-align: right;"> Accepted by the Utah Division of Oil, Gas and Mining FOR RECORD ONLY September 08, 2010 </div> </div>		
NAME (PLEASE PRINT) Tracey Fallang		PHONE NUMBER 303 312-8134
SIGNATURE N/A		TITLE Regulatory Analyst
		DATE 9/8/2010

#14-5-46 BTR 8/1/2010 06:00 - 8/2/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

Well Shut in & Secured - 1, ND Cameron Frac tree, Send to Vernal on JD TRucking
 NU Knight BOPE stack (7-1/16 5M Cameron double with 2-7/8 pipe rams upper,
 and "CSO" blind rams lower, 7-1/16 5M x 2-1/16 5M mud cross,
 and 7-1/16 5M annular. Function test rams. Looks Good - 2, MIRU Nabors Rig #1444 - 1, MIRU Weatherford N2 Foam Unit
 Spot Pump & Tank, Spot Pipe Racks & Slide
 Unload 151 Joint off John Bunning
 Unload 93 Joints off Trailer from Roosevelt Yard
 244 Joint Total on location - 2, Pressure Test BOPE
 3000# on Pipe Rams, 1500# on Annular Test Good - 1, TIH with BHA as follows

1.08' X-Nipple 2.313" ID
 31.62' 1 Jt 2-7/8" L-80
 1.12' XN - Nipple 2.205" ID
 31.62' 1 Jt 2-7/8" L-80
 1.81' Weatherford Pump Off Bit Sub
 0.40' Hurrincane Mill 4-5/8" OD

TIH filling & pump thru tubing , 162 Total Jts in Hole @ 5146'
 RU Power Swivel - Prep to drill CBP's in AM - 4, Well Shut in & Secured - 13

#14-5-46 BTR 8/2/2010 06:00 - 8/3/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

Make up power swivel, Pressure test surface lines, pickup 2 jts tag plug @ , drill out plug. - 3, Single in hole to 2nd plug (26' sand) and drill out. Well flowing 720#
 on 48 - 1.5, Single in to plug #3 and drill out. (21' sand) well flowing 570# on 48 - 1, Single in hole to plug #4, (26' sand) drill out plug, well flowing 620# on 48 - 1,
 Single in hole to plug #5 (27' sand) drill plug. Well flowing 660# on 48" - 1.5, Single in hole to plug #6, (32' sand) well flowing 710# on 48 - 1.75, Single in hole to
 plug #7 (30' sand) drill plug well flowing 860# on 48" - 1.25, Single in hole and tag @ 7540'. Lay down tbg to landing depth. shut in and secure well for night. - 3.5,
 Well shut in for night - 9.5

#14-5-46 BTR 8/3/2010 06:00 - 8/4/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

Pump 30 bbls hot water down BOP, Close pipe rams and open annular, pump 5 bbls up thru annular. - 2, Equalize pressures and strip tbg hanger in hole and
 land tbg. Lock down tbg hanger. (lockdown pins 3 3/4") Bleed pressure from sstack and check hanger seal. - 1, N/D BOP and N/U prod tree. Drop ball and pump
 bit sub off. sheared @ 3000# - 1.5, Rig down and move off. Hook up Cathedral Energy Services and begin flow test. Open well on 18/64" choke. - 2.5, Flow test
 well, 820#, 55 bbl/hr, total recovered 3662, tlt 26308 bbls. See attached flow test report. - 17

#14-5-46 BTR 8/4/2010 06:00 - 8/5/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

0600, 650/740#, 1526 bbl for day, 5208 total recovered, 24762 left to recover, trace oil, 24 mcf gas for day, Prod log for 8/5/2010 - 24

#14-5-46 BTR 8/5/2010 06:00 - 8/6/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

MIRU Black Warrior Wireline & Protechniqe for PL. Rehook wellhead plumbing to accomadate wireline. - 1, Run guage ring and tag up @ 7539'. Run PL. - 9,
 540/800#, 1214 bbl/day, 6384 total recovered, 23586 left to recover, trace of oil, trace of sand. - 14

#14-5-46 BTR 8/6/2010 06:00 - 8/7/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

Well flowing 550/1010#, 901 bbs water for day, 88 bbls oil for day, 39 mcf gas for day, 7261 total water recovered, 22709 left to recover. - 24

#14-5-46 BTR 8/7/2010 06:00 - 8/8/2010 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50307	Utah	DUCHESNE	Black Tail Ridge	Location	7,680.0	Drilling & Completion

Time Log Summary

520/1040#, 131 bbl water for day, 7361 total recovered, 22609 left to recover. 19 bbls oil for day, 125 bbls total. All numbers till 0800hrs when flow back released.
 - 2, Flowback equipment released, Flush lines and equipment, heat tanks and skim oil from flowback tanks, rig down equip and move off. - 8

#14-5-46 BTR 8/8/2010 06:00 - 8/9/2010 06:00

API/UWI 43-013-50307	State/Province Utah	County DUCHESNE	Field Name Black Tail Ridge	Well Status Location	Total Depth (ftKB) 7,680.0	Primary Job Type Drilling & Completion
Time Log Summary Cost adjustment - 24						

#14-5-46 BTR 8/19/2010 06:00 - 8/19/2010 06:00

API/UWI 43-013-50307	State/Province Utah	County DUCHESNE	Field Name Black Tail Ridge	Well Status Location	Total Depth (ftKB) 7,680.0	Primary Job Type Drilling & Completion
Time Log Summary MIRU BWWC TIH with 1.75" OD Gauge Ring Tagged @ 7523' POOH - Prep to PU Protechnics Memory Tools TIH with Memory Tools @ 250 FPM Station Stop @ 4650' Make 60, 90, 120 FPM Passes between 4675' - 7300' Staion Stop @ 4650' POOH - Check Data - Good Data RDMO BWWC & Protechnics - 8, Well Flowing to Sales - 16						

#14-5-46 BTR 8/21/2010 06:00 - 8/22/2010 06:00

API/UWI 43-013-50307	State/Province Utah	County DUCHESNE	Field Name Black Tail Ridge	Well Status Location	Total Depth (ftKB) 7,680.0	Primary Job Type Drilling & Completion
Time Log Summary Cost Update - 24						

Earlene Russell - RE: 14-5-46 BTR 4301350307

From: Brady Riley <briley@billbarrettcorp.com>
To: "EARLENERUSSELL@utah.gov" <EARLENERUSSELL@utah.gov>
Date: 10/19/2010 10:52 AM
Subject: RE: 14-5-46 BTR 4301350307

Sec 5 T4S R6W

Earlene,

I am a new hire with BBC, working with Tracey Fallang in regulatory, and she forwarded your request for clarification on our BTR 14-5-46 producing formations. I confirmed with our geologist in this area, and he has confirmed that this well is in fact producing from both the Wasatch and Lower Green River (as stated in email below).

You mentioned that we had submitted a form 6 showing only the WSTC as the formation we were producing from, which is definitely incorrect. Please let me know when you remove it from your database and if there is anything else you need on our end in order to make sure we are all on the same 'producing' page.

Thanks much,

Brady Riley

Permit Analyst

Bill Barrett Corporation

1099 18th Street #2300

Denver, CO 80202

303-312-8115 (o)

303-552-1817 (m)

303-291-0420 (f)

From: Jason Anderson

Sent: Tuesday, October 19, 2010 8:24 AM

To: Brady Riley; Michael Crader

Subject: Re: 14-5-46 BTR 4301350307

We are producing from the Lower Green River and Wasatch formations in the 14-5-46 BTR.

Thanks,

Jason

From: Earlene Russell [mailto:EARLENERUSSELL@utah.gov]

Sent: Tuesday, October 19, 2010 8:09 AM

To: Chris Beddo; Tracey Fallang

Cc: Judy Coley; Carol Daniels; Carolyn Williams

Subject: 14-5-46 BTR 4301350307

Hi Tracey and Chris,

Carol has reviewed the drilling reports and the well completion report for the referenced well. Originally it was understood the GRRV was squeezed off - leaving the WSTC as the producing formation. So I requested a Form 6 to change the formation to WSTC only. We now believe this is incorrect. PLEASE VERIFY the producing formations for this well.

She later determined from a closer review of documents that the GRRV has not been squeezed off. **We again have the GR-WS as the producing formations in our reporting system.**

Based on your determinations, I may have to delete the database record and scanned image of the Form 6 showing only WSTC as producing.

Please let me know as soon as possible.

Thanks.

Earlene 801 538-5336

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

AMENDED REPORT ☐ FORM 8
(highlight changes)

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. TYPE OF WELL: OIL WELL <input type="checkbox"/> GAS WELL <input checked="" type="checkbox"/> DRY <input type="checkbox"/> OTHER _____		5. LEASE DESIGNATION AND SERIAL NUMBER: N/A
b. TYPE OF WORK: NEW WELL <input checked="" type="checkbox"/> HORIZ. LATS. <input type="checkbox"/> DEEP-EN <input type="checkbox"/> RE-ENTRY <input type="checkbox"/> DIFF. RESVR. <input type="checkbox"/> OTHER _____		6. IF INDIAN, ALLOTTEE OR TRIBE NAME N/A
2. NAME OF OPERATOR: Bill Barrett Corporation		7. UNIT or CA AGREEMENT NAME N/A
3. ADDRESS OF OPERATOR: 1099 18th St., Suite 2300 CITY Denver STATE CO ZIP 80202		8. WELL NAME and NUMBER: 14-5-46 BTR
4. LOCATION OF WELL (FOOTAGES) AT SURFACE: 930' FSL, 1567' FWL AT TOP PRODUCING INTERVAL REPORTED BELOW: 935' FSL, 1563' FWL AT TOTAL DEPTH: 938' FSL, 1568' FWL		9. API NUMBER: 4301350307
		10. FIELD AND POOL, OR WILDCAT Altamont
		11. QTR/QR, SECTION, TOWNSHIP, RANGE, MERIDIAN: SESW 5 4S 6W
		12. COUNTY Duchesne
		13. STATE UTAH

14. DATE SPUDDED: 6/6/2010	15. DATE T.D. REACHED: 6/20/2010	16. DATE COMPLETED: 7/31/2010	ABANDONED <input type="checkbox"/> READY TO PRODUCE <input checked="" type="checkbox"/>	17. ELEVATIONS (DF, RKB, RT, GL): 5856' RKB
18. TOTAL DEPTH: MD 7,680 TVD 7,680	19. PLUG BACK T.D.: MD 7,629 TVD 7,629	20. IF MULTIPLE COMPLETIONS, HOW MANY? *		21. DEPTH BRIDGE MD PLUG SET: TVD
22. TYPE ELECTRIC AND OTHER MECHANICAL LOGS RUN (Submit copy of each) Schlumberger-Triple Combo, Microlog & Sonic, ECS, Black Warrior-Cement Bond			23. WAS WELL CORED? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit analysis) WAS DST RUN? NO <input checked="" type="checkbox"/> YES <input type="checkbox"/> (Submit report) DIRECTIONAL SURVEY? NO <input type="checkbox"/> YES <input checked="" type="checkbox"/> (Submit copy)	

24. CASING AND LINER RECORD (Report all strings set in well)									
HOLE SIZE	SIZE/GRADE	WEIGHT (#/L.)	TOP (MD)	BOTTOM (MD)	STAGE CEMENTER DEPTH	CEMENT TYPE & NO. OF SACKS	SLURRY VOLUME (BBL)	CEMENT TOP **	AMOUNT PULLED
26"	16	65#	0	90		grout		Surface	0 lbs
12 1/4"	9 5/8 J-55	36#	0	1,017		Prem 260	63	Surface	0 lbs
								(Calc)	
8 3/4"	5 1/2 P110	17#	0	7,675		Elast 1,550	545	190'	15,000 lbs
								(CBL)	

25. TUBING RECORD									
SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	SIZE	DEPTH SET (MD)	PACKER SET (MD)	
2 7/8"	7,029								

26. PRODUCING INTERVALS					27. PERFORATION RECORD				
FORMATION NAME	TOP (MD)	BOTTOM (MD)	TOP (TVD)	BOTTOM (TVD)	INTERVAL (Top/Bot - MD)	SIZE	NO. HOLES	PERFORATION STATUS	
(A) Wasatch	5,958	7,068			5,958 7,068	0.44	156	Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(B) Green River	5,253	5,812			5,248 5,820	0.44	216	Open <input checked="" type="checkbox"/>	Squeezed <input checked="" type="checkbox"/>
(C)								Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>
(D)								Open <input checked="" type="checkbox"/>	Squeezed <input type="checkbox"/>

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC.	
DEPTH INTERVAL	AMOUNT AND TYPE OF MATERIAL
5958' - 7068'	Stg 1-3: See Attachment
5253' - 5812'	Stg 4-7: See Attachment

29. ENCLOSED ATTACHMENTS: <input type="checkbox"/> ELECTRICAL/MECHANICAL LOGS <input type="checkbox"/> GEOLOGIC REPORT <input type="checkbox"/> DST REPORT <input checked="" type="checkbox"/> DIRECTIONAL SURVEY <input type="checkbox"/> SUNDRY NOTICE FOR PLUGGING AND CEMENT VERIFICATION <input type="checkbox"/> CORE ANALYSIS <input type="checkbox"/> OTHER: _____	30. WELL STATUS: <div style="font-size: 1.5em; font-weight: bold;">Producing</div>
---	---

31. INITIAL PRODUCTION

INTERVAL A (As shown in Item #26)

DATE FIRST PRODUCED: 8/3/2010	TEST DATE: 8/6/2010	HOURS TESTED: 24	TEST PRODUCTION RATES: →	OIL - BBL: 106	GAS - MCF: 40	WATER - BBL: 901	PROD. METHOD: Flowing
CHOKE SIZE: 20/64	TBG. PRESS.	CSG. PRESS. 910	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS: Open

INTERVAL B (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

INTERVAL C (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

INTERVAL D (As shown in Item #26)

DATE FIRST PRODUCED:	TEST DATE:	HOURS TESTED:	TEST PRODUCTION RATES: →	OIL - BBL:	GAS - MCF:	WATER - BBL:	PROD. METHOD:
CHOKE SIZE:	TBG. PRESS.	CSG. PRESS.	API GRAVITY	BTU - GAS	GAS/OIL RATIO	24 HR PRODUCTION RATES: →	INTERVAL STATUS:

32. DISPOSITION OF GAS (Sold, Used for Fuel, Vented, Etc.)

Sold

33. SUMMARY OF POROUS ZONES (Include Aquifers):

Show all important zones of porosity and contents thereof: Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

34. FORMATION (Log) MARKERS:

Formation	Top (MD)	Bottom (MD)	Descriptions, Contents, etc.	Name	Top (Measured Depth)
				Green River	1,376
				TGR3	3,369
				Wasatch	5,838
				TD	7,680

35. ADDITIONAL REMARKS (Include plugging procedure)

Copies of logs already submitted. Date of first gas sales to pipeline was 8/4/2010, first oil sales 8/9/2010.

36. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records.

NAME (PLEASE PRINT) Patrick Knoll

TITLE Permit Analyst

SIGNATURE

DATE 9/6/2010

This report must be submitted within 30 days of

- completing or plugging a new well
- drilling horizontal laterals from an existing well bore
- recompleting to a different producing formation
- reentering a previously plugged and abandoned well
- significantly deepening an existing well bore below the previous bottom-hole depth
- drilling hydrocarbon exploratory holes, such as core samples and stratigraphic tests

* ITEM 20: Show the number of completions if production is measured separately from two or more formations.

** ITEM 24: Cement Top - Show how reported top(s) of cement were determined (circulated (CIR), calculated (CAL), cement bond log (CBL), temperature survey (TS)).

Send to: Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801

Phone: 801-538-5340

Fax: 801-359-3940

14-5-46 BTR Report Continued

28. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)														
AMOUNT AND TYPE OF MATERIAL														
Stg 1-3	1,959	bbbs WF 120	371	bbbs HCL 15 w/ Bio	5,423	bbbs YF120 ST	1,967	bbbs YF125ST w/ L0	9,720	bbbs Water	81,363#	100 Mesh	573,781#	20/40 Jordan/Unimin
Stg 4-7	3,239	bbbs WF 120	523	bbbs HCL 15 w/ Bio	11,28 4	bbbs YF120 ST	4,398	bbbs YF125ST w/ L0	19,463	bbbs Water	176,220 #	100 Mesh	1,210,580 #	20/40 Jordan/Unimin

*Depth intervals for frac information same as perforation record intervals.

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 5-T4S-R6W

#14-5-46 BTR

Plan #1

Design: Sperry MWD Survey

Sperry Drilling Services

Standard Report

24 June, 2010

Well Coordinates: 665,605.45 N, 2,254,328.47 E (40° 09' 25.98" N, 110° 35' 24.19" W)

Ground Level: 5,838.00 ft

Local Coordinate Origin:

Centered on Well #14-5-46 BTR

Viewing Datum:

KB @ 5854.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

HALLIBURTON

Design Report for #14-5-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
138.00	0.10	224.50	138.00	-0.09	-0.08	-0.10	0.07
First Sperry MWD Survey							
199.00	0.27	217.72	199.00	-0.24	-0.21	-0.26	0.28
258.00	0.30	221.83	258.00	-0.46	-0.40	-0.51	0.06
320.00	0.40	193.06	320.00	-0.79	-0.55	-0.85	0.32
378.00	0.53	198.47	378.00	-1.25	-0.69	-1.32	0.24
437.00	0.64	200.97	436.99	-1.81	-0.89	-1.90	0.19
498.00	0.54	203.68	497.99	-2.39	-1.13	-2.51	0.17
559.00	0.62	190.80	558.99	-2.98	-1.30	-3.11	0.25
620.00	0.87	185.76	619.98	-3.77	-1.41	-3.91	0.42
680.00	0.65	178.64	679.98	-4.56	-1.45	-4.70	0.40
742.00	0.48	104.74	741.97	-4.98	-1.19	-5.08	1.12
803.00	0.49	119.53	802.97	-5.17	-0.72	-5.22	0.21
864.00	0.58	92.00	863.97	-5.31	-0.18	-5.29	0.44
927.00	0.70	58.89	926.97	-5.12	0.47	-5.03	0.61
959.00	0.69	62.60	958.96	-4.93	0.81	-4.80	0.14
1,053.00	0.48	83.13	1,052.96	-4.63	1.70	-4.39	0.31
1,116.00	0.33	139.26	1,115.96	-4.73	2.08	-4.45	0.64
1,180.00	0.52	176.06	1,179.95	-5.16	2.22	-4.86	0.51
1,244.00	0.23	173.65	1,243.95	-5.58	2.25	-5.27	0.45
1,308.00	0.17	245.62	1,307.95	-5.74	2.18	-5.45	0.37
1,371.00	0.39	324.06	1,370.95	-5.61	1.97	-5.34	0.62
1,435.00	1.10	3.29	1,434.95	-4.82	1.88	-4.57	1.30
1,498.00	0.99	28.40	1,497.94	-3.74	2.17	-3.46	0.74
1,562.00	0.57	18.55	1,561.93	-2.95	2.54	-2.63	0.69
1,626.00	0.36	330.59	1,625.93	-2.47	2.54	-2.16	0.66
1,689.00	0.56	13.10	1,688.93	-2.00	2.51	-1.69	0.61
1,753.00	0.65	15.10	1,752.92	-1.35	2.68	-1.02	0.14
1,817.00	0.21	285.54	1,816.92	-0.96	2.66	-0.64	1.06
1,880.00	0.57	303.22	1,879.92	-0.76	2.28	-0.49	0.60
1,944.00	0.72	309.34	1,943.92	-0.33	1.71	-0.13	0.26
2,007.00	0.67	265.31	2,006.91	-0.11	1.03	0.01	0.83
2,071.00	0.81	236.67	2,070.91	-0.39	0.28	-0.35	0.61
2,134.00	0.38	170.48	2,133.90	-0.84	-0.05	-0.84	1.18
2,198.00	0.62	121.89	2,197.90	-1.23	0.27	-1.19	0.73
2,261.00	0.65	148.95	2,260.90	-1.72	0.75	-1.62	0.47
2,325.00	0.34	95.60	2,324.90	-2.05	1.12	-1.90	0.82
2,388.00	0.69	359.99	2,387.89	-1.69	1.31	-1.52	1.27
2,452.00	0.81	327.87	2,451.89	-0.92	1.07	-0.79	0.67
2,515.00	0.75	301.65	2,514.88	-0.33	0.48	-0.27	0.57
2,579.00	0.62	269.10	2,578.88	-0.11	-0.22	-0.14	0.63
2,642.00	0.69	295.45	2,641.87	0.05	-0.90	-0.06	0.49
2,706.00	0.91	324.72	2,705.87	0.63	-1.55	0.44	0.71
2,769.00	0.62	318.21	2,768.86	1.29	-2.06	1.04	0.48
2,833.00	0.66	328.19	2,832.86	1.86	-2.49	1.55	0.18
2,897.00	0.81	338.27	2,896.85	2.59	-2.85	2.24	0.31
2,960.00	0.73	312.87	2,959.85	3.28	-3.31	2.87	0.55
3,024.00	0.45	349.63	3,023.85	3.81	-3.65	3.35	0.71
3,087.00	0.58	35.14	3,086.84	4.31	-3.51	3.87	0.66

Design Report for #14-5-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,151.00	0.27	27.64	3,150.84	4.71	-3.26	4.29	0.49
3,214.00	0.36	15.37	3,213.84	5.03	-3.14	4.63	0.18
3,278.00	0.62	14.44	3,277.84	5.56	-3.00	5.17	0.41
3,341.00	0.29	28.54	3,340.84	6.03	-2.83	5.65	0.55
3,405.00	0.10	164.32	3,404.84	6.12	-2.74	5.75	0.58
3,469.00	0.41	183.41	3,468.83	5.84	-2.74	5.47	0.50
3,532.00	0.72	198.50	3,531.83	5.24	-2.88	4.86	0.54
3,596.00	0.85	216.86	3,595.83	4.47	-3.29	4.06	0.44
3,659.00	0.57	277.30	3,658.82	4.14	-3.88	3.65	1.20
3,723.00	0.41	286.74	3,722.82	4.25	-4.42	3.70	0.28
3,786.00	0.31	248.20	3,785.82	4.25	-4.79	3.65	0.41
3,850.00	0.36	41.61	3,849.82	4.33	-4.82	3.74	1.02
3,913.00	0.50	66.72	3,912.82	4.59	-4.44	4.04	0.37
3,977.00	0.47	148.79	3,976.81	4.48	-4.04	3.97	1.00
4,040.00	0.66	177.59	4,039.81	3.89	-3.89	3.41	0.53
4,104.00	0.35	156.75	4,103.81	3.35	-3.80	2.87	0.56
4,167.00	0.11	18.23	4,166.81	3.23	-3.71	2.77	0.70
4,231.00	0.21	296.32	4,230.81	3.34	-3.79	2.87	0.35
4,294.00	0.13	218.14	4,293.81	3.33	-3.94	2.84	0.35
4,358.00	0.17	84.17	4,357.81	3.28	-3.89	2.80	0.43
4,422.00	0.20	126.18	4,421.81	3.23	-3.71	2.77	0.21
4,485.00	0.37	222.09	4,484.81	3.01	-3.75	2.55	0.70
4,549.00	0.34	318.65	4,548.81	3.00	-4.02	2.51	0.83
4,612.00	0.40	292.88	4,611.81	3.23	-4.34	2.69	0.28
4,675.00	0.37	234.66	4,674.80	3.19	-4.71	2.62	0.60
4,739.00	0.19	95.29	4,738.80	3.07	-4.77	2.48	0.83
4,803.00	0.60	56.31	4,802.80	3.24	-4.39	2.70	0.73
4,866.00	0.52	24.36	4,865.80	3.69	-4.00	3.19	0.50
4,929.00	0.67	8.39	4,928.80	4.31	-3.83	3.83	0.35
4,993.00	1.17	351.51	4,992.79	5.33	-3.87	4.83	0.88
5,056.00	0.39	348.98	5,055.78	6.17	-4.00	5.66	1.24
5,119.00	0.10	164.14	5,118.78	6.33	-4.03	5.81	0.78
5,183.00	0.71	157.88	5,182.78	5.91	-3.87	5.41	0.95
5,246.00	1.08	173.20	5,245.77	4.96	-3.65	4.49	0.69
5,310.00	0.56	212.17	5,309.76	4.09	-3.74	3.62	1.15
5,373.00	0.48	276.98	5,372.76	3.87	-4.17	3.35	0.89
5,437.00	0.43	21.80	5,436.76	4.12	-4.35	3.58	1.13
5,500.00	1.01	24.64	5,499.76	4.85	-4.03	4.34	0.92
5,564.00	0.85	26.48	5,563.75	5.78	-3.58	5.32	0.25
5,628.00	0.52	55.40	5,627.74	6.37	-3.13	5.96	0.73
5,691.00	0.57	74.75	5,690.74	6.62	-2.59	6.27	0.30
5,755.00	0.57	79.06	5,754.74	6.76	-1.97	6.48	0.07
5,818.00	0.74	80.12	5,817.73	6.89	-1.26	6.69	0.27
5,882.00	0.58	73.03	5,881.73	7.06	-0.55	6.94	0.28
5,945.00	0.56	61.31	5,944.73	7.30	0.03	7.25	0.19
6,009.00	0.50	137.87	6,008.72	7.24	0.49	7.25	1.03
6,072.00	0.24	167.65	6,071.72	6.91	0.70	6.94	0.50
6,136.00	0.61	300.76	6,135.72	6.95	0.44	6.95	1.24
6,199.00	0.78	306.65	6,198.72	7.38	-0.19	7.30	0.29
6,263.00	0.70	295.54	6,262.71	7.81	-0.90	7.65	0.26
6,326.00	0.79	333.44	6,325.71	8.36	-1.44	8.13	0.78

Design Report for #14-5-46 BTR - Sperry MWD Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,390.00	0.74	356.85	6,389.70	9.17	-1.66	8.91	0.49
6,453.00	0.85	25.17	6,452.69	10.00	-1.48	9.75	0.64
6,517.00	0.84	40.66	6,516.69	10.78	-0.97	10.59	0.36
6,581.00	0.52	52.31	6,580.68	11.32	-0.44	11.19	0.54
6,644.00	0.31	60.10	6,643.68	11.58	-0.06	11.49	0.34
6,708.00	0.47	48.64	6,707.68	11.84	0.28	11.79	0.28
6,771.00	0.50	51.30	6,770.68	12.18	0.69	12.18	0.06
6,835.00	0.27	14.03	6,834.68	12.50	0.95	12.52	0.51
6,898.00	0.27	308.05	6,897.68	12.74	0.87	12.75	0.47
6,962.00	0.17	217.59	6,961.68	12.75	0.69	12.75	0.50
7,025.00	0.37	186.97	7,024.68	12.48	0.61	12.46	0.38
7,089.00	0.52	193.04	7,088.67	11.99	0.52	11.97	0.25
7,153.00	0.74	196.75	7,152.67	11.31	0.33	11.27	0.35
7,216.00	0.24	208.67	7,215.67	10.81	0.15	10.75	0.81
7,280.00	0.39	13.64	7,279.67	10.90	0.14	10.84	0.98
7,344.00	0.12	148.28	7,343.67	11.05	0.23	11.00	0.75
7,407.00	0.29	155.92	7,406.67	10.85	0.32	10.82	0.27
7,471.00	0.38	171.43	7,470.66	10.49	0.42	10.47	0.20
7,534.00	0.65	163.36	7,533.66	9.95	0.56	9.94	0.44
7,626.00	1.05	174.26	7,625.65	8.61	0.79	8.64	0.47

Final Sperry MWD Survey

7,684.00	1.05	174.26	7,683.64	7.55	0.90	7.60	0.00
----------	------	--------	----------	------	------	------	------

Straight Line Projection to TD

Design Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates +N/-S (ft)	+E/-W (ft)	Comment
138.00	138.00	-0.09	-0.08	First Sperry MWD Survey
7,626.00	7,625.65	8.61	0.79	Final Sperry MWD Survey
7,684.00	7,683.64	7.55	0.90	Straight Line Projection to TD

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	+E/-W (ft)	Start TVD (ft)
User	No Target (Freehand)	6.77	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
138.00	7,684.00	Sperry MWD Surveys	MWD

Design Report for #14-5-46 BTR - Sperry MWD Survey

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
14-5-46 BTR_BHL T	0.00	0.00	7,638.00	0.00	0.00	665,605.45	2,254,328.47	40° 9' 25.981 N	110° 35' 24.191 W
- actual wellpath misses target center by 15.07ft at 7626.00ft MD (7625.65 TVD, 8.61 N, 0.79 E)									
- Circle (radius 200.00)									

North Reference Sheet for Sec. 5-T4S-R6W - #14-5-46 BTR - Plan #1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to KB @ 5854.00ft (Patterson 506). Northing and Easting are relative to #14-5-46 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin:0° 0' 0.000 E°, Latitude Origin:40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991460

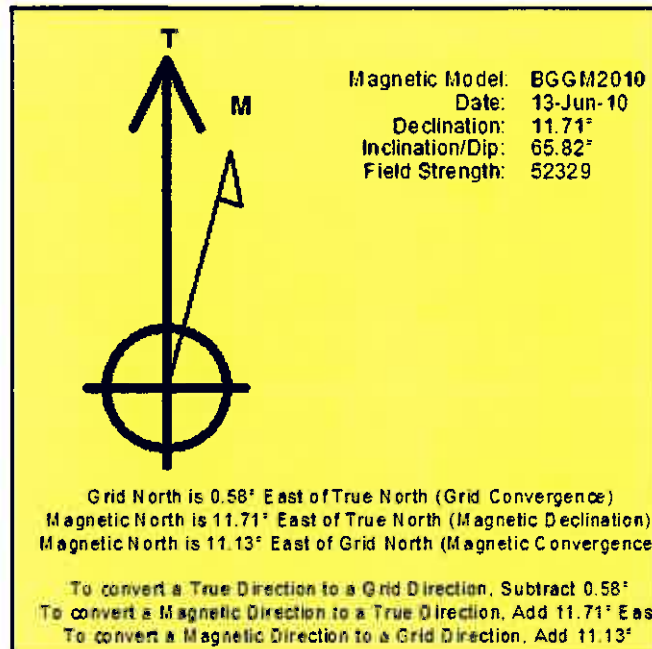
Grid Coordinates of Well: 665,605.45 ft N, 2,254,328.47 ft E

Geographical Coordinates of Well: 40° 09' 25.98" N, 110° 35' 24.19" W

Grid Convergence at Surface is: 0.58°

Based upon Minimum Curvature type calculations, at a Measured Depth of 7,684.00ft
the Bottom Hole Displacement is 7.60ft in the Direction of 6.77° (True).

Magnetic Convergence at surface is: -11.13° (13 June 2010, , BGGM2010)

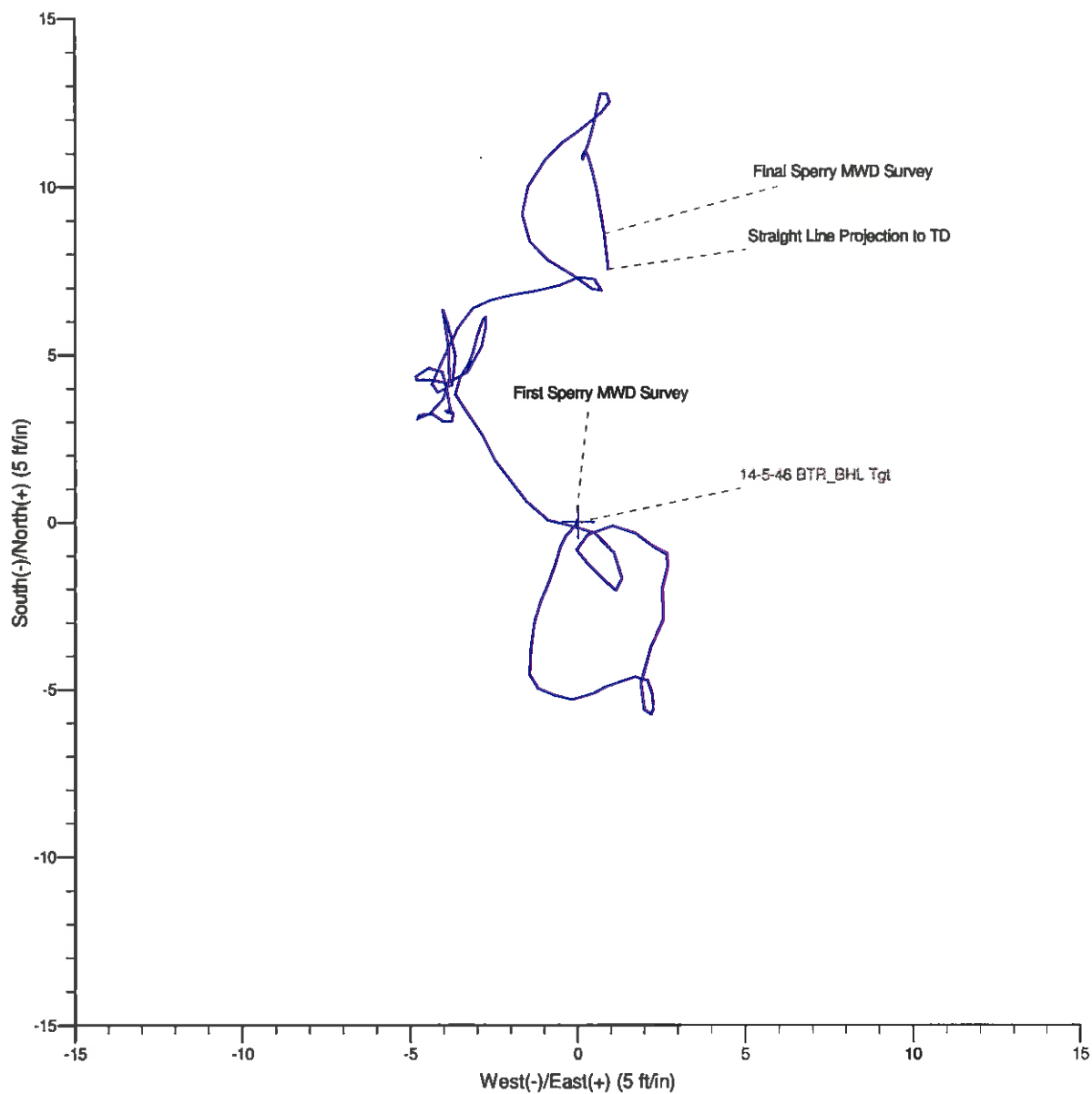


Project: Duchesne County, UT (NAD 1927)
Site: Sec. 5-T4S-R6W
Well: #14-5-46 BTR

Bill Barrett Corp

HALLIBURTON

Sperry Drilling



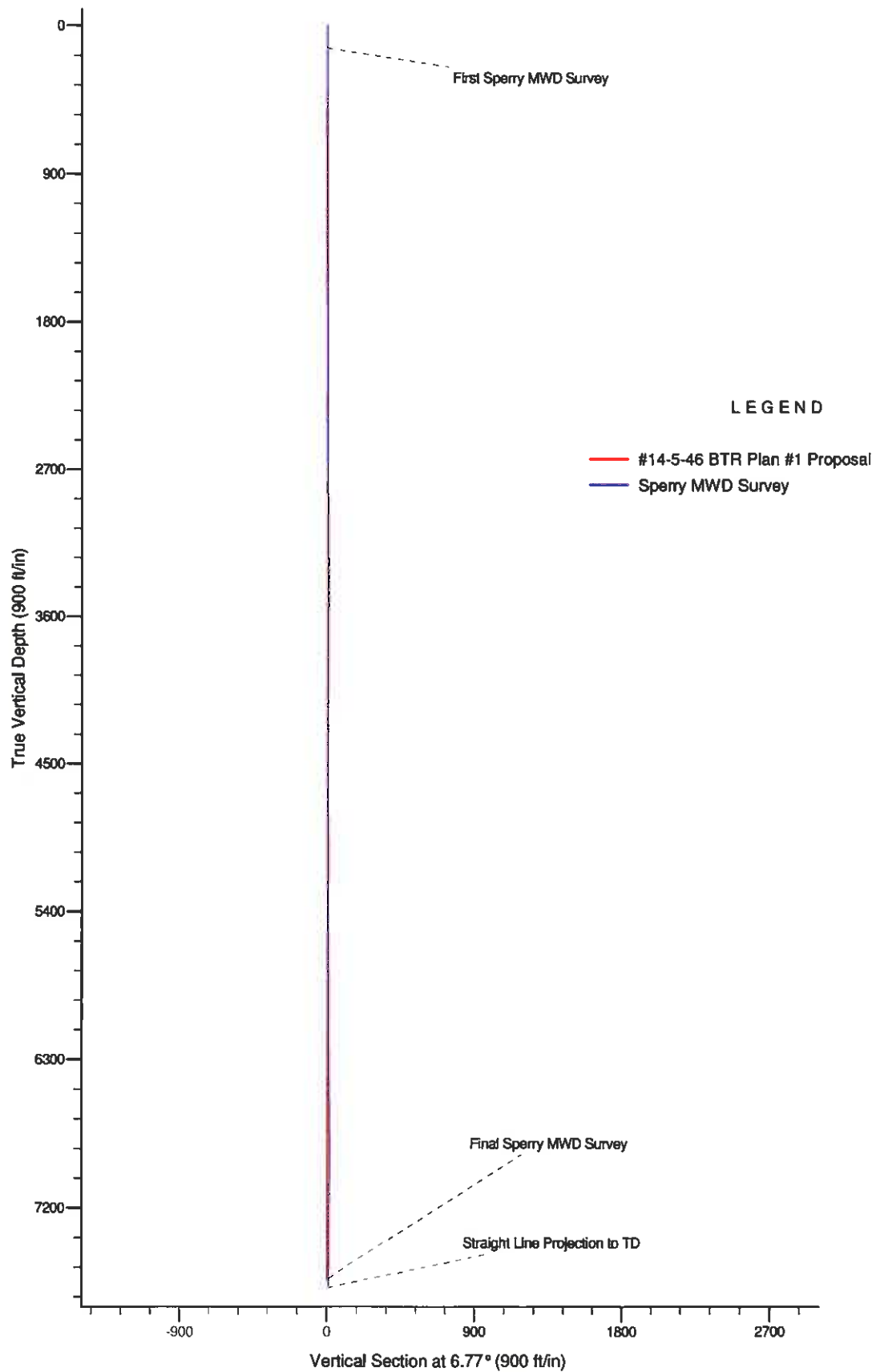
LEGEND

- #14-5-46 BTR Plan #1 Proposal
- Sperry MWD Survey

Project: Duchesne County, UT (NAD 1927)
Site: Sec. 5-T4S-R6W
Well: #14-5-46 BTR

Bill Barrett Corp

HALLIBURTON
Sperry Drilling



STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

C
FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334111	16-7-45 BTR		SESE	7	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17665	17665				8/28/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334138	16-16-36 BTR		SESE	16	3S	6W	Duchesene
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17666	17666				9/2/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

Well 3

SESW

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350307	14-5-46 BTR		SESE	5	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17624	17624				7/31/2010	
Comments: Revision for formation change from GR-WS to <u>GRRV</u> . <u>WSTC</u> — 9/30/10							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED

SEP 29 2010

DIV. OF OIL, GAS & MINING

Tracey Fallang

Name (Please Print)

Tracey Fallang

Signature

Regulatory Manager

Title

9/29/2010

Date

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,
email=cfallang@billbarrettcorp.com, c=US
Date: 2010.09.29 13:33:00 -0600

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

C
FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8134

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334111	16-7-45 BTR		SESE	7	4S	5W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17665	17665				8/28/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301334138	16-16-36 BTR		SESE	16	3S	6W	Duchesene
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17666	17666				9/2/2010	
Comments: Revision for formation change from WSTC to <u>GR-WS</u> . — 9/30/10							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350307	14-5-46 BTR		SESE	5	4S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
E	17624	17624				7/31/2010	
Comments: Revision for formation change from GR-WS to <u>GR-RRV</u> . <u>WSTC</u> — 9/30/10							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED

SEP 29 2010

DIV. OF OIL, GAS & MINING

Tracey Fallang

Name (Please Print)

Tracey Fallang

Signature

Regulatory Manager

Title

9/29/2010

Date

Digitally signed by Tracey Fallang
DN: cn=Tracey Fallang, o=Bill Barrett Corporation, ou,
email=cfallang@billbarrettcorp.com, c=US
Date: 2010.09.29 13:33:00 -0600

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 14-5-46 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0930 FSL 1567 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 05 Township: 04.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013503070000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: ALTAMONT
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 4/15/2015
<input type="checkbox"/> SPUD REPORT Date of Spud:	OTHER: <input style="width: 100px;" type="text" value="CA number"/>			
<input type="checkbox"/> DRILLING REPORT Report Date:				

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 The Tribal CA has been earned for this well. The CA number UTU89154

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 April 23, 2015

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 4/15/2015	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: Fee
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 14-5-46 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP	9. API NUMBER: 43013503070000	
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300, Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: ALTAMONT
4. LOCATION OF WELL FOOTAGES AT SURFACE: 0930 FSL 1567 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SESW Section: 05 Township: 04.0S Range: 06.0W Meridian: U	COUNTY: DUCHESNE	
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 5/28/2017	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input checked="" type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

Well was shut in on 5/30/15 due to low production & low commodity prices. On 5/29/16 the well will be SI for 1 year. Current economics do not justify returning the well to production. For this reason BBC is requesting an additional 1 year shut in, before a MIT is required, until 5/29/17. Well currently has 0 psi tubing, 1208 psi on 5-1/2" casing, 8 psi Braden Head. With minimal to zero Braden Head pressure & 1208 psi csg pressure, it is evident that the 5-1/2" production csg has full integrity & all formations are protected. Fluid level was found at 5100ft from surface with TOC at 180ft. The well is SI at the wellhead & all surface equipment has been drained/winterized. Well is still on an active lease operator route & is checked frequently for any surface & potential downhole issues. Well would be RTP if economics will justify at a higher commodity price before 5/28/17.

Approved by the
 May 04, 2016
 Oil, Gas and Mining

Date: _____
 By: Derek Duff

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 4/12/2016

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:
N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL
OIL WELL ☒ GAS WELL ☐ OTHER _____

2. NAME OF OPERATOR:
RIG II, LLC N4055

3. ADDRESS OF OPERATOR:
1582 West 2600 South CITY Wood Cross STATE UT ZIP 84087 PHONE NUMBER: (801) 683-4245

4. LOCATION OF WELL
FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input checked="" type="checkbox"/> NOTICE OF INTENT (Submit in Duplicate) Approximate date work will start: 11/1/2016	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> REPERFORATE CURRENT FORMATION
	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> SIDETRACK TO REPAIR WELL
	<input type="checkbox"/> CASING REPAIR	<input type="checkbox"/> NEW CONSTRUCTION	<input type="checkbox"/> TEMPORARILY ABANDON
	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input checked="" type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> TUBING REPAIR
	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> VENT OR FLARE
<input type="checkbox"/> SUBSEQUENT REPORT (Submit Original Form Only) Date of work completion:	<input type="checkbox"/> CHANGE WELL NAME	<input type="checkbox"/> PLUG BACK	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> PRODUCTION (START/RESUME)	<input type="checkbox"/> WATER SHUT-OFF
	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> OTHER: _____
	<input type="checkbox"/> CONVERT WELL TYPE	<input type="checkbox"/> RECOMPLETE - DIFFERENT FORMATION	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
801-683-4245
(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165
Duane Zavala NAME (PLEASE PRINT)
Duane Zavala SIGNATURE
Senior Vice President -
EH&S, Government and Regulatory Affairs

RIG II, LLC
Jesse McSwain NAME (PLEASE PRINT)
Jesse McSwain SIGNATURE
Manager

NAME (PLEASE PRINT) Jesse McSwain TITLE Manager
SIGNATURE Jesse McSwain DATE 10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

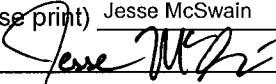
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

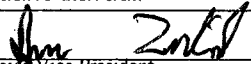
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

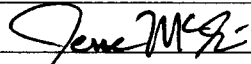
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

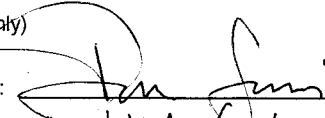
CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadii</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

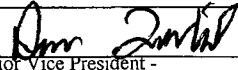
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

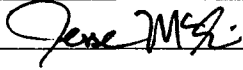
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadi
Signature: 
Title: Senior Vice President -
EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

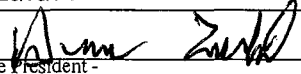
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

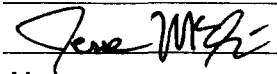
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadi</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*